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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

ASCENTRA HOLDINGS, INC. (in Official
Liquidation),

Debtor in a
Foreign Proceeding.¹

Case No. 21-11854-dsj

Chapter 15

**REPLY DECLARATION OF JEFFREY M. DINE IN FURTHER SUPPORT
OF MOTION OF SHANG PENG GAO KE INC. SEZC AND SPGK PTE LTD.
PURSUANT TO 11 U.S.C. § 1522(c) TO TERMINATE RESTRAINT**

I, Jeffrey M. Dine, declare as follows:

1. I am an attorney with the law firm of Pachulski Stang Ziehl & Jones LLP (“PSZJ”), with offices located at 780 Third Avenue, 34th Floor, New York, New York 10017, and with other offices in Texas, California, and Delaware.

¹ The Debtor’s company registration number is 283719. The Debtor’s registered office is c/o JTC (Cayman) Ltd., 94 Solaris Avenue, Second Floor, Camana Bay, PO Box 30745, Grand Cayman, Cayman Islands, KY1-1203.

2. PSZJ is counsel to Shang Peng Gao Ke Inc. SEZC (“SPGK Cayman”) and SPGK Pte Ltd. (“SPGK Singapore”, and together with SPGK Cayman, “SPGK”) in the above-captioned chapter 15 case.

3. I am duly admitted to practice law in, among other places, the State of New York and the United States District Court for the Southern District of New York.

4. I submit this reply declaration in further support of the *Motion of Shang Peng Gao Ke Inc. SEZC and SPGK Pte Ltd. Pursuant to 11 U.S.C. § 1522(c) to Terminate Restraint* (the “Motion”).

5. A copy of the transcript of the deposition of Graham Robinson, taken February 29, 2024, is attached as **Exhibit 1**.

6. A copy of the Register of Directors and Officers and organizational chart of Ascentra Holdings Inc., marked as Exhibit 2 at Mr. Robinson’s deposition, is attached hereto as **Exhibit 2**.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: March 29, 2024
New York, New York

/s/ Jeffrey M. Dine
Jeffrey M. Dine

EXHIBIT 1

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Page 1	Page 3
<p>1 IN THE UNITED STATES BANKRUPTCY COURT</p> <p>2 FOR THE SOUTHERN DISTRICT OF NEW YORK</p> <p>3 -----x</p> <p>4 In re</p> <p>5 ASCENTRA HOLDINGS, INC. (In Official</p> <p>6 Liquidation), Chapter 15</p> <p>7 Case No.21-11854 (DSJ)</p> <p>8</p> <p>9 Debtor in a</p> <p>10 Foreign Proceeding.</p> <p>11 -----x</p> <p>12</p> <p>13</p> <p>14 VIDEOTAPED 30(b)(6) DEPOSITION</p> <p>15 OF</p> <p>16 ASCENTRA HOLDINGS, INC.</p> <p>17 By: GRAHAM ROBINSON, Corporate Representative</p> <p>18 New York, New York</p> <p>19 Thursday, February 29, 2024</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24 Reported by:</p> <p>Frank J. Bas, RPR, CRR</p> <p>25 Job No. J10806182</p>	<p>1 A P P E A R A N C E S:</p> <p>2</p> <p>3 PILLSBURY WINTHROP SHAW PITTMAN LLP</p> <p>Attorneys for Petitioners</p> <p>4 31 West 52nd Street</p> <p>New York, New York 10019</p> <p>5</p> <p>6 BY: HUGH M. McDONALD, ESQ.</p> <p>(hugh.mcdonald@pillsburylaw.com)</p> <p>JOHN A. PINTARELLI, ESQ.</p> <p>(john.pintarelli@pillsburylaw.com)</p> <p>7</p> <p>8</p> <p>9 CAMPBELLS LLP</p> <p>JOLs Cayman Islands Counsel</p> <p>10 Floor 4, Willow House, Cricket Square</p> <p>Grand Cayman KY1-9010</p> <p>11 Cayman Islands</p> <p>12 BY: GUY COWAN, ESQ.</p> <p>(gcowan@campbellslegal.com)</p> <p>13</p> <p>KATIE LOGAN, ESQ. (Via Zoom)</p> <p>(klogan@campbellslegal.com)</p> <p>14</p> <p>15</p> <p>16 BLAIR LEAHY KC (Via Zoom)</p> <p>For Joint Liquidators of Ascentra Holdings</p> <p>17 20 Essex St. Chambers</p> <p>London, England, United Kingdom</p> <p>(bleahy@twentyessex.com)</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>
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<p>1</p> <p>2</p> <p>3 February 29, 2024</p> <p>4 9:38 a.m. EST</p> <p>5</p> <p>6 Videotaped 30(b)(6) Deposition of ASCENTRA</p> <p>7 HOLDINGS, INC., by GRAHAM ROBINSON, Corporate</p> <p>8 Representative, held at the offices of Pachulski Stang</p> <p>9 Ziehl & Jones, 780 Third Avenue, New York, New York,</p> <p>10 before Frank J. Bas, a Registered Professional</p> <p>11 Reporter, Certified Realtime Reporter, and Notary</p> <p>12 Public of the State of New York.</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p>1 A P P E A R A N C E S:</p> <p>2</p> <p>3 PACHULSKI STANG ZIEHL JONES LLP</p> <p>Attorneys for SPGK Pte. Ltd.</p> <p>780 Third Avenue, 34th Floor</p> <p>4 New York, New York 10017</p> <p>5 BY: JOHN A. MORRIS, ESQ.</p> <p>BETH E. LEVINE, ESQ.</p> <p>JEFFREY DINE, ESQ.</p> <p>(jmorris@pszjlaw.com)</p> <p>(blevine@pszjlaw.com)</p> <p>(jdine@pszjlaw.com)</p> <p>6</p> <p>7</p> <p>8</p> <p>9</p> <p>10 HARNEY WESTWOOD & RIEGELS</p> <p>3rd Floor, Harbour Place</p> <p>103 South Church Street</p> <p>Grand Cayman</p> <p>12 PO Box 10240 KY1-1002</p> <p>Cayman Islands</p> <p>13</p> <p>14 BY: CAITLIN MURDOCK, ESQ.</p> <p>(caitlin.murdock@harneys.com)</p> <p>15</p> <p>16 ALSO PRESENT:</p> <p>DMITRY ZVONKOV, Videographer</p> <p>RYUNOSUKE "LUKE" YOSHIDA</p> <p>17</p> <p>18 (APPEARING VIA ZOOM):</p> <p>19 NIENKE LILLINGTON, Campbells</p> <p>SUI HUNG YEUNG, Harneys</p> <p>20 ALIANA DODDS, Campbells</p> <p>MINNA WU, Harneys</p> <p>21 KELSEY SABINE, Harneys</p> <p>22</p> <p>23</p> <p>24 - o o o -</p> <p>25</p>

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1 G. ROBINSON
2 THE VIDEOGRAPHER: We are on the
3 record. Today's date is February 29,
4 2024. The time on the video is
5 9:38 a.m.
6 This is video 1 in the deposition
7 of Graham Robinson In Re Ascentra
8 Holdings, Inc., in the U.S. Bankruptcy
9 Court, Southern District of New York.
10 Case No. 21-11854(DSJ).
11 This deposition is taking place at
12 780 Third Avenue, New York, New York.
13 The videographer is Dmitry Zvonkov, the
14 court reporter is Frank Bas, both with
15 Esquire.
16 Will counsel please identify
17 themselves for the record.
18 MR. MORRIS: John Morris, Pachulski
19 Stang Ziehl & Jones, for SPGK.
20 THE COURT REPORTER: Just the main
21 players, that's fine.
22 MR. McDONALD: Hugh McDonald,
23 Pillsbury Winthrop, for the witness,
24 Mr. Robinson.
25 THE VIDEOGRAPHER: Will the

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1 G. ROBINSON
2 reporter please swear in the witness.
3 ---
4
5 GRAHAM ROBINSON,
6 called as a witness, having been first duly
7 sworn by a Notary Public, was examined and
8 testified
9 as follows:
10 EXAMINATION BY
11 MR. MORRIS:
12 Q. Good morning, Mr. Robinson.
13 A. Good morning.
14 Q. My name is John Morris. I'm an
15 attorney at Pachulski Stang Ziehl & Jones, and
16 we represent SPGK in connection with the
17 Ascentra Chapter 15 proceeding. Thank you
18 very much for coming to New York.
19 Do you understand that we're here
20 for your deposition today?
21 A. Yes.
22 Q. And have you ever been deposed
23 before, sir?
24 A. Yes.
25 Q. How many times?

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1 G. ROBINSON
2 A. Once.
3 Q. And how long ago was that?
4 A. Good question. I would say 2018.
5 Q. And was it in a personal capacity
6 or in a professional capacity?
7 A. Professional capacity.
8 Q. Was it in the United States or was
9 it elsewhere?
10 A. In the United States.
11 Q. Okay. So I don't know how much of
12 that you remember, it's six years ago, but
13 really general ground rules:
14 I'm not here to trick you. I'm
15 going to ask you a series of questions. It's
16 very important that you allow me to complete
17 my question before you begin your answer.
18 Is that fair?
19 A. Understood.
20 Q. And it's very important for me to
21 allow you to complete your answer before I
22 begin the next question. And if I fail to do
23 that, will you let me know?
24 A. Yes.
25 Q. If at any time I ask a question

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1 G. ROBINSON
2 that you don't understand, will you let me
3 know that, too?
4 A. Okay.
5 Q. Okay. If you need a break at any
6 time, feel free to let me know that, as long
7 as a question is not pending.
8 Is that fair?
9 A. Understood.
10 Q. Okay.
11 MR. McDONALD: John, just before we
12 go on, it's not his personal deposition.
13 He's here as the foreign representative
14 of Ascentra. You've noticed this --
15 MR. PINTARELLI: Somebody's device
16 is on so it's echoing. Is the Zoom
17 connected too?
18 (Pause in proceedings.)
19 MR. MORRIS: I agree. He's not
20 here in his individual -- as a personal
21 deposition. He's here as a
22 representative of the estate.
23 MR. McDONALD: Correct. You've
24 noticed this as a 30(b)(6). And he's
25 here as the foreign representative, as a

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1 G. ROBINSON
2 representative of the Ascentra Holdings
3 estate.
4 THE COURT REPORTER: Can we go off
5 the record?
6 MR. MORRIS: I think we should.
7 THE VIDEOGRAPHER: Are we going off
8 the record?
9 THE COURT REPORTER: Yes.
10 THE VIDEOGRAPHER: This ends
11 media 1. We're going off the record at
12 9:42.
13 (Pause in proceedings.)
14 THE VIDEOGRAPHER: This begins
15 media 2. On the record at 9:46.
16 BY MR. MORRIS:
17 Q. Okay. Back on the record.
18 Mr. Robinson, you serve as one of
19 the joint official liquidators for an entity
20 called Ascentra Holdings, Inc., is that
21 correct?
22 A. Yes.
23 Q. Okay. When did you become a
24 liquidator of that entity?
25 A. A voluntary liquidator or official

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1 G. ROBINSON
2 liquidator?
3 Q. Let's start with voluntary.
4 A. That was the 1st of June 2021, I
5 believe.
6 Q. And you became the official
7 liquidator in September?
8 A. 17th of September 2021.
9 Q. Okay. How did you come to be
10 the voluntary liquidator for Ascentra
11 Holdings, Inc.?
12 A. I was appointed via the shareholder
13 resolutions.
14 Q. And do you recall who the
15 shareholders were?
16 A. Of Ascentra Holdings?
17 Q. Yes, sir.
18 A. I do, yes.
19 Q. And who were they at the time that
20 you were appointed?
21 A. I am slightly uncertain whether
22 under Cayman law you would be entitled to know
23 who the shareholders of Ascentra are.
24 Q. Are you not going to tell me?
25 A. I'm happy to tell you. But I've

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1 G. ROBINSON
2 got --
3 MR. McDONALD: Can we --
4 MR. PINTARELLI: Graham, it's okay
5 to answer. All of the information is
6 public. It's in the public filing in
7 the U.S., verified petitions, so it's
8 okay.
9 THE WITNESS: It's in the public
10 filing, okay.
11 Q. Before you answer I want to make
12 something really clear here.
13 A. Yes.
14 Q. So I am going to ask questions, and
15 from time to time Mr. McDonald might object.
16 A. Understood.
17 Q. And when he objects, sometimes he's
18 objecting because he's trying to preserve the
19 record because he thinks there's something
20 improper about the question from an
21 evidentiary point of view. That gives me the
22 opportunity to either correct the question, if
23 I agree with him, or say I don't really care,
24 for whatever reason in my head, and you'll
25 answer the question.

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1 G. ROBINSON
2 He may also from time to time
3 specifically direct you not to answer a
4 question, and he and I will discuss why he's
5 doing that so I understand the basis for it.
6 If he doesn't direct you not to answer a
7 question -- and, you know, Mr. MacDonald will
8 give you the ultimate advice -- but as a
9 general matter, if he doesn't direct you not
10 to answer, you should answer the question.
11 Okay?
12 MR. MORRIS: Is that fair, Hugh?
13 MR. McDONALD: And to the extent
14 that you believe that your answer may
15 implicate the attorney-client privilege,
16 please let us know, and then we can
17 consult. Okay?
18 MR. MORRIS: Yes.
19 Q. To be very clear, if in your head
20 you think the divulging -- you know, answering
21 a question will violate a duty or a law or an
22 obligation on your part, we'll take a break,
23 and you can consult with Mr. MacDonald and
24 we'll figure out how to go forward. Okay?
25 A. Okay. Yes.

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<p style="text-align: right;">Page 13</p> <p>1 G. ROBINSON</p> <p>2 Q. All right?</p> <p>3 So let's go back to where I was.</p> <p>4 Do you recall who the shareholders were who</p> <p>5 appointed you as the voluntary liquidator?</p> <p>6 A. Of Ascentra Holdings?</p> <p>7 Q. Yes. Sir.</p> <p>8 A. IR-P Holdings Limited. INTL Media.</p> <p>9 And the other shareholders are Jeffrey</p> <p>10 Boshears.</p> <p>11 Ryan -- I can't remember Ryan's</p> <p>12 name. It begins with K.</p> <p>13 And Alex Olivia. Or Oliva. Oliva.</p> <p>14 Q. Do you know who the principal was</p> <p>15 of IR-P who appointed you on behalf of that</p> <p>16 entity?</p> <p>17 A. The liquidator of IR-P Holdings.</p> <p>18 Q. And what's that person's name?</p> <p>19 A. That person's name is me.</p> <p>20 Q. And when did you become the</p> <p>21 liquidator of IR-P?</p> <p>22 A. I became the liquidator of --</p> <p>23 voluntary liquidator of IR-P Holdings on the</p> <p>24 28th of May 2021.</p> <p>25 Q. And so as the liquidator of IR-P,</p>	<p style="text-align: right;">Page 15</p> <p>1 G. ROBINSON</p> <p>2 Q. And did you have an understanding</p> <p>3 at that time as to who Campbells represented?</p> <p>4 A. Yes.</p> <p>5 Q. And what was your understanding as</p> <p>6 to who Campbells represented at the time they</p> <p>7 approached you about the possibility of</p> <p>8 serving as the voluntary liquidator?</p> <p>9 A. They represented, I believe, or</p> <p>10 acted for Marty Matthews.</p> <p>11 Q. And who at Campbells first</p> <p>12 approached you about this potential</p> <p>13 engagement?</p> <p>14 A. Guy Cowan.</p> <p>15 Q. And do you recall what Mr. Cowan</p> <p>16 told you about the potential engagement?</p> <p>17 MR. McDONALD: Objection.</p> <p>18 A. I would say that the conversations</p> <p>19 I had with Guy Cowan would be privileged.</p> <p>20 Q. At the time that he approached you</p> <p>21 had you been appointed --</p> <p>22 A. No.</p> <p>23 Q. -- in any capacity?</p> <p>24 MR. McDONALD: Let him finish the</p> <p>25 question.</p>
<p style="text-align: right;">Page 14</p> <p>1 G. ROBINSON</p> <p>2 you voted as that entity in its capacity as a</p> <p>3 contributory to Ascentra Holdings, Inc. to</p> <p>4 appoint you as the voluntary liquidator of</p> <p>5 that company, is that right?</p> <p>6 A. Yes.</p> <p>7 Q. Do you know who the principal was</p> <p>8 at -- I think you said INTL?</p> <p>9 A. (Nodding head affirmatively.)</p> <p>10 Q. -- who acted to appoint you the</p> <p>11 voluntary liquidator of Ascentra Holdings,</p> <p>12 Inc.?</p> <p>13 A. I do. That was Marty Matthews.</p> <p>14 THE COURT REPORTER: Can you spell</p> <p>15 the name?</p> <p>16 THE WITNESS: Marty. It's Martin</p> <p>17 Matthews, but he goes as Marty.</p> <p>18 M-A-R-T-Y.</p> <p>19 Q. And how did it come to be; can you</p> <p>20 recall the circumstances under which you</p> <p>21 became the voluntary liquidator of Ascentra</p> <p>22 Holdings, Inc.? Do you recall who approached</p> <p>23 you?</p> <p>24 A. I was approached by Campbells</p> <p>25 attorneys in the Cayman Islands.</p>	<p style="text-align: right;">Page 16</p> <p>1 G. ROBINSON</p> <p>2 THE WITNESS: Sorry.</p> <p>3 Q. At the time that he approached you</p> <p>4 about the possibility of serving, is it your</p> <p>5 contention that there was some type of</p> <p>6 privilege relationship?</p> <p>7 MR. McDONALD: John, I've given you</p> <p>8 a lot of latitude here. We have</p> <p>9 specific topics on the 30(b)(6). He's</p> <p>10 not here, again, in his personal</p> <p>11 capacity. He's here as the</p> <p>12 representative to answer questions</p> <p>13 concerning specific topics, not the</p> <p>14 circumstances surrounding his</p> <p>15 appointment.</p> <p>16 MR. MORRIS: Okay.</p> <p>17 MR. McDONALD: I've given you a lot</p> <p>18 of latitude up until now, but you're</p> <p>19 going beyond the scope of this</p> <p>20 deposition.</p> <p>21 MR. MORRIS: Okay. Is it your</p> <p>22 position that I'm not allowed to ask any</p> <p>23 questions unless they specifically</p> <p>24 relate to the topics?</p> <p>25 MR. McDONALD: Yes. We have</p>

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<p style="text-align: right;">Page 17</p> <p>1 G. ROBINSON</p> <p>2 specific enumerated topics. We've gone</p> <p>3 over this with the Court. Our objection</p> <p>4 to four of them still stands, and we'll</p> <p>5 deal with them when you get to them.</p> <p>6 But I've given you a lot of latitude.</p> <p>7 Again, he is not here in his individual</p> <p>8 personal capacity.</p> <p>9 MR. MORRIS: I appreciate that.</p> <p>10 And I am going to tell you our position</p> <p>11 is that the 30(b)(6) topics are the</p> <p>12 topics in which he had an affirmative</p> <p>13 obligation to educate himself. It</p> <p>14 doesn't mean that I'm not allowed to ask</p> <p>15 any question. I've never in my life</p> <p>16 heard in a 30(b)(6) deposition that I</p> <p>17 can't ask a question. Because otherwise</p> <p>18 I would have had to put in the topic</p> <p>19 "Background," how were you appointed.</p> <p>20 Like, I might as well have put in my</p> <p>21 outline.</p> <p>22 But that's our position. I have</p> <p>23 heard your position. I am going to ask</p> <p>24 my questions, and you can feel free to</p> <p>25 direct him not to answer any time you</p>	<p style="text-align: right;">Page 19</p> <p>1 G. ROBINSON</p> <p>2 to do any work with respect to Ascentra prior</p> <p>3 to the time you accepted the appointment of</p> <p>4 voluntary liquidator on or about June 1, 2021?</p> <p>5 MR. McDONALD: Objection.</p> <p>6 Direct the witness not to answer.</p> <p>7 Q. Are you going to follow your</p> <p>8 counsel's advice?</p> <p>9 A. Yes.</p> <p>10 Q. Did you ever do any work on behalf</p> <p>11 of Ascentra prior to June 1, 2021?</p> <p>12 A. No.</p> <p>13 DIR Q. Did you have any relationship with</p> <p>14 any of Ascentra's principals prior to the time</p> <p>15 you accepted the appointment on June 1, 2021?</p> <p>16 MR. McDONALD: Objection.</p> <p>17 Direct the witness not to answer.</p> <p>18 Q. Are you going to follow your</p> <p>19 counsel's advice?</p> <p>20 A. Yes.</p> <p>21 Q. Did your work as the voluntary</p> <p>22 liquidator of IR-P concern Ascentra in any way</p> <p>23 prior to June 1, 2021?</p> <p>24 MR. McDONALD: Objection to form.</p> <p>25 A. You're going to have to rephrase</p>
<p style="text-align: right;">Page 18</p> <p>1 G. ROBINSON</p> <p>2 want.</p> <p>3 Is that fair?</p> <p>4 MR. McDONALD: Fair.</p> <p>5 MR. MORRIS: Okay.</p> <p>6 DIR Q. Do you recall what Mr. Cowan told</p> <p>7 you initially when he approached you about the</p> <p>8 possibility of serving as the voluntary</p> <p>9 liquidator of Ascentra?</p> <p>10 MR. McDONALD: Objection.</p> <p>11 Direct the witness not to answer.</p> <p>12 Q. Are you going to follow your</p> <p>13 counsel's advice?</p> <p>14 A. Yes.</p> <p>15 Q. Okay. How long in advance of your</p> <p>16 acceptance of the appointment did Mr. Cowan</p> <p>17 approach you?</p> <p>18 MR. McDONALD: Objection to form.</p> <p>19 A. So when -- you're asking me when I</p> <p>20 was first approached by Campbells prior to me</p> <p>21 being appointed?</p> <p>22 Q. Yes, sir.</p> <p>23 A. This is from memory. I would say</p> <p>24 it would be in some period of time in 2020.</p> <p>25 DIR Q. Okay. Were you engaged by anybody</p>	<p style="text-align: right;">Page 20</p> <p>1 G. ROBINSON</p> <p>2 that question. It doesn't make sense.</p> <p>3 Q. Okay. I think you mentioned -- you</p> <p>4 mentioned that you became the voluntary</p> <p>5 liquidator of IR-P on May 28, 2021.</p> <p>6 A. Okay.</p> <p>7 Q. In your capacity as the voluntary</p> <p>8 liquidator of that entity, did you do anything</p> <p>9 that concerned Ascentra before you accepted</p> <p>10 the appointment as Ascentra's voluntary</p> <p>11 liquidator?</p> <p>12 MR. McDONALD: Objection to form.</p> <p>13 Q. And this is where you can answer.</p> <p>14 If you understand. If you don't, I can try</p> <p>15 again.</p> <p>16 A. No.</p> <p>17 Q. Okay. Do you know when --</p> <p>18 withdrawn.</p> <p>19 Has Ascentra -- withdrawn.</p> <p>20 Is Ascentra a holding company?</p> <p>21 MR. McDONALD: Objection to form.</p> <p>22 MR. MORRIS: Withdrawn.</p> <p>23 Q. Do you understand what a holding</p> <p>24 company is, sir?</p> <p>25 A. Yes.</p>

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<p style="text-align: right;">Page 21</p> <p>1 G. ROBINSON</p> <p>2 Q. What's your understanding of a</p> <p>3 holding company?</p> <p>4 A. A holding company is a, what I</p> <p>5 would say is the top co. of a group structure,</p> <p>6 and underneath will be numerous entities, and</p> <p>7 the shareholding flows eventually to the top</p> <p>8 co.</p> <p>9 Q. Is it your understanding that</p> <p>10 Ascentra was a holding company?</p> <p>11 A. I considered it a holding co., yes.</p> <p>12 Q. And it had certain entities that it</p> <p>13 directly or indirectly owned that -- conducted</p> <p>14 the operations of the Ascentra enterprise, is</p> <p>15 that fair?</p> <p>16 A. Yes.</p> <p>17 Q. Okay. I am going to use the phrase</p> <p>18 "Ascentra" to refer to the whole enterprise;</p> <p>19 not just Ascentra Holdings, Inc., but also to</p> <p>20 its direct and indirect affiliates who carried</p> <p>21 out the operations.</p> <p>22 Is that fair?</p> <p>23 A. Yes.</p> <p>24 Q. And if I want to refer specifically</p> <p>25 to the entity that filed the Chapter 15</p>	<p style="text-align: right;">Page 23</p> <p>1 G. ROBINSON</p> <p>2 was conducted exclusively through the names of</p> <p>3 the direct and indirect subsidiaries?</p> <p>4 MR. McDONALD: Objection.</p> <p>5 I direct the witness not to answer.</p> <p>6 (Reporter requests clarification.)</p> <p>7 Q. Are you going to follow counsel's</p> <p>8 advice?</p> <p>9 A. Yes.</p> <p>10 Q. Okay. Do you serve as a liquidator</p> <p>11 for any entity that was directly or indirectly</p> <p>12 controlled by Ascentra Holdings, Inc.?</p> <p>13 A. Yes.</p> <p>14 Q. Can you identify each entity?</p> <p>15 A. I am currently the official</p> <p>16 liquidator of HEC International Limited.</p> <p>17 I was the voluntary liquidator of</p> <p>18 Interush (Singapore), which is now closed and</p> <p>19 been dissolved.</p> <p>20 And I believe I am the liquidator</p> <p>21 of -- at the HEC International (Taiwan)</p> <p>22 company.</p> <p>23 Q. Did you become -- apologies.</p> <p>24 Was that in an official capacity or</p> <p>25 as a voluntary liquidator?</p>
<p style="text-align: right;">Page 22</p> <p>1 G. ROBINSON</p> <p>2 proceeding in New York, I'll say "Ascentra</p> <p>3 Holdings, Inc."</p> <p>4 A. Okay.</p> <p>5 Q. That's the distinction that I am</p> <p>6 making.</p> <p>7 A. Okay. Yes.</p> <p>8 Q. So with that distinction, do you --</p> <p>9 is Ascentra engaged in any operations today?</p> <p>10 A. (No response.)</p> <p>11 MR. MORRIS: Withdrawn.</p> <p>12 Q. As of today is Ascentra engaged in</p> <p>13 any operations other than those that are</p> <p>14 attendant to its liquidation?</p> <p>15 MR. McDONALD: Objection to form.</p> <p>16 A. No.</p> <p>17 Q. Okay. Do you know when Ascentra</p> <p>18 ceased operating as a commercial entity?</p> <p>19 MR. McDONALD: Objection to form.</p> <p>20 A. My understanding is early 2021.</p> <p>21 DIR Q. Do you know whether Ascentra</p> <p>22 Holdings Inc. -- withdrawn.</p> <p>23 Prior to that time, do you know</p> <p>24 whether Ascentra Holdings, Inc. conducted</p> <p>25 business in its own name or whether business</p>	<p style="text-align: right;">Page 24</p> <p>1 G. ROBINSON</p> <p>2 MR. McDONALD: Objection to form.</p> <p>3 A. For which entity? Sorry.</p> <p>4 Q. Fair. Let's take them one at a</p> <p>5 time.</p> <p>6 A. Okay.</p> <p>7 Q. I think you said HGC?</p> <p>8 MR. McDONALD: HEC, I believe.</p> <p>9 Q. Did you ever serve as an official</p> <p>10 liquidator for that entity?</p> <p>11 A. HEC International I was the</p> <p>12 voluntary liquidator, and now I'm the official</p> <p>13 liquidator.</p> <p>14 Q. And did that happen after you</p> <p>15 became the official liquidator of Ascentra</p> <p>16 Holdings, Inc. or before?</p> <p>17 A. After.</p> <p>18 Q. The same question with respect to</p> <p>19 Interush (Singapore). Before --</p> <p>20 Withdrawn. One question at a time.</p> <p>21 Did you become -- did you ever</p> <p>22 become an official liquidator of Interush</p> <p>23 (Singapore)?</p> <p>24 A. No.</p> <p>25 Q. Did you serve as the voluntary</p>

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<p style="text-align: right;">Page 25</p> <p>1 G. ROBINSON</p> <p>2 liquidator of that entity?</p> <p>3 A. Yes.</p> <p>4 Q. And were you appointed voluntary</p> <p>5 liquidator of that entity before or after you</p> <p>6 became the official liquidator of Ascentra</p> <p>7 Holdings, Inc.?</p> <p>8 A. After.</p> <p>9 Q. And then I think the last one was</p> <p>10 the Taiwan entity, is that right?</p> <p>11 A. Correct.</p> <p>12 Q. Were you ever appointed the</p> <p>13 official liquidator of that entity?</p> <p>14 A. I'm not trying to be difficult on</p> <p>15 the question. The Taiwanese liquidation</p> <p>16 process is a very unusual and complicated one.</p> <p>17 I would say it was -- it would be considered</p> <p>18 as like an official liquidation, is how I</p> <p>19 would look at it. Yes.</p> <p>20 Q. I appreciate that. I am going to</p> <p>21 confess to having no familiarity with Taiwan</p> <p>22 insolvency proceedings.</p> <p>23 A. I am still struggling, yes.</p> <p>24 Q. Did that occur after you were</p> <p>25 appointed the official liquidator in the</p>	<p style="text-align: right;">Page 27</p> <p>1 G. ROBINSON</p> <p>2 just identified subject to a liquidation</p> <p>3 proceeding in the Cayman Islands?</p> <p>4 A. Yes.</p> <p>5 Q. Which one?</p> <p>6 A. HEC International.</p> <p>7 Q. And in your capacity as the</p> <p>8 official liquidator of that entity have you</p> <p>9 declared that entity to be solvent, insolvent</p> <p>10 or doubtful solvency?</p> <p>11 A. Solvent.</p> <p>12 Q. Do you recall when that entity was</p> <p>13 placed into liquidation under the court</p> <p>14 supervision of the Cayman Islands?</p> <p>15 A. 7th of December 2021.</p> <p>16 THE COURT REPORTER: Can you say</p> <p>17 the date again?</p> <p>18 THE WITNESS: 7th of December 2021.</p> <p>19 MR. MORRIS: Okay. I am going to</p> <p>20 mark as Robinson exhibit 1 the amended</p> <p>21 notice of deposition.</p> <p>22 (Robinson Exhibit 1, Amended Notice</p> <p>23 of Deposition of Ascentra Holdings, Inc.</p> <p>24 was marked for identification.)</p> <p>25 BY MR. MORRIS:</p>
<p style="text-align: right;">Page 26</p> <p>1 G. ROBINSON</p> <p>2 Ascentra Holdings, Inc. case?</p> <p>3 A. After.</p> <p>4 Q. Did the same people who appointed</p> <p>5 you as the voluntary liquidator of Ascentra</p> <p>6 Holdings, Inc. also appoint you as the</p> <p>7 voluntary liquidator of the three entities you</p> <p>8 just identified?</p> <p>9 MR. McDONALD: Objection to form.</p> <p>10 MR. MORRIS: Withdrawn.</p> <p>11 Q. Did the same people and entities</p> <p>12 that you identified earlier as having</p> <p>13 appointed you as the voluntary liquidator of</p> <p>14 Ascentra Holdings, Inc. also appoint you as</p> <p>15 the voluntary liquidator of the three entities</p> <p>16 you just identified?</p> <p>17 A. No.</p> <p>18 Q. Who first appointed you the</p> <p>19 voluntary liquidator of International Limited?</p> <p>20 MR. McDONALD: Objection to form.</p> <p>21 Q. If you recall.</p> <p>22 A. So say the question again?</p> <p>23 Q. You know what? It's okay. I'm</p> <p>24 just going to move on.</p> <p>25 Are any of the three entities you</p>	<p style="text-align: right;">Page 28</p> <p>1 G. ROBINSON</p> <p>2 Q. Mr. Robinson, do you have exhibit 1</p> <p>3 in front of you?</p> <p>4 A. Yes.</p> <p>5 Q. Okay. Have you seen this before?</p> <p>6 A. I believe I have, yes.</p> <p>7 Q. Do you know what it is?</p> <p>8 A. I'm reading the title. It says</p> <p>9 Amended Notice of Deposition of Ascentra</p> <p>10 Holdings, Inc.</p> <p>11 Q. Okay. And if you can turn to --</p> <p>12 the pages aren't numbered, but I think it's</p> <p>13 the third page of the document, at the bottom</p> <p>14 you'll see a heading "Amended Topics" --</p> <p>15 A. Yes.</p> <p>16 Q. -- that go on through the rest of</p> <p>17 the document.</p> <p>18 A. Okay.</p> <p>19 Q. Have you seen those topics before?</p> <p>20 A. Yes.</p> <p>21 Q. And when did you see them for the</p> <p>22 first time, if you recall?</p> <p>23 A. I don't -- from memory I couldn't</p> <p>24 give you a specific date. I know SPGK filed</p> <p>25 its motion to terminate the recognition at the</p>

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<p style="text-align: right;">Page 29</p> <p>1 G. ROBINSON</p> <p>2 end of June 2023, so it's going to be sometime</p> <p>3 after that. And I couldn't give you a</p> <p>4 specific date. I'm sorry.</p> <p>5 Q. Subject to whatever objections or</p> <p>6 directions you received from counsel, are you</p> <p>7 otherwise prepared to answer questions on the</p> <p>8 topics set forth in exhibit 1?</p> <p>9 A. Yes.</p> <p>10 Q. Okay. Did you do anything to</p> <p>11 prepare for today's deposition?</p> <p>12 A. I did, yes.</p> <p>13 Q. What did you do?</p> <p>14 A. I met with my counsel yesterday in</p> <p>15 New York. And I also reviewed and kind of</p> <p>16 refreshed my memory on past documents. And</p> <p>17 specific documents would be the status reports</p> <p>18 filed in the Chapter 15 process; the two joint</p> <p>19 official liquidator reports that have been</p> <p>20 filed in the Cayman courts; my deposition --</p> <p>21 not deposition. My declaration that I filed</p> <p>22 regarding the application for Chapter 15 back</p> <p>23 in October 2021.</p> <p>24 I reviewed the, our objection to</p> <p>25 the motion to remove the restraint, which is</p>	<p style="text-align: right;">Page 31</p> <p>1 G. ROBINSON</p> <p>2 A. Not -- no, not specific documents.</p> <p>3 Q. Did you speak with anybody who is</p> <p>4 or purports to be a creditor in connection</p> <p>5 with your preparation for today's deposition?</p> <p>6 MR. McDONALD: Objection to form.</p> <p>7 A. No.</p> <p>8 Q. Did you speak with anybody who is</p> <p>9 or who claims to be a contributory to Ascentra</p> <p>10 Holdings, Inc. in connection with the</p> <p>11 preparation of your deposition?</p> <p>12 A. No.</p> <p>13 Q. Have you spoken with anybody, with</p> <p>14 any person or entity, who represents --</p> <p>15 withdrawn.</p> <p>16 Going back to June 1, when you were</p> <p>17 appointed the voluntary liquidator, and</p> <p>18 thinking about the people who appointed you or</p> <p>19 appointed you on behalf of corporate entities,</p> <p>20 have you spoken with any of those people in</p> <p>21 connection with today's deposition?</p> <p>22 A. No.</p> <p>23 Q. What do you do for a living, sir?</p> <p>24 A. I am an insolvency practitioner.</p> <p>25 Q. And do you work for a company?</p>
<p style="text-align: right;">Page 30</p> <p>1 G. ROBINSON</p> <p>2 dated September 23.</p> <p>3 And I also reviewed the amended</p> <p>4 written statement of the claim that Ascentra</p> <p>5 has filed against SPGK in the Cayman courts,</p> <p>6 which is dated 11th of October 2023.</p> <p>7 And I also looked at some old</p> <p>8 financial kind of Excel spreadsheet documents</p> <p>9 that we received from the company when we got</p> <p>10 appointed.</p> <p>11 Q. What Excel spreadsheet documents</p> <p>12 are you referring to?</p> <p>13 A. These are documents that we</p> <p>14 obtained that -- at the beginning of your</p> <p>15 appointment from Whinney, who was the account</p> <p>16 manager, that does set out a summary of</p> <p>17 creditors of Ascentra.</p> <p>18 Q. And did you rely on that Excel</p> <p>19 spreadsheet to identify Ascentra Holdings,</p> <p>20 Inc.'s creditors?</p> <p>21 A. It was one of the documents that</p> <p>22 we -- we used.</p> <p>23 Q. Do you recall any other documents</p> <p>24 that you reviewed in connection with your</p> <p>25 preparation for today's deposition?</p>	<p style="text-align: right;">Page 32</p> <p>1 G. ROBINSON</p> <p>2 A. Yes.</p> <p>3 Q. What company do you work for?</p> <p>4 A. That is Crowe, which is C-R-O-W-E,</p> <p>5 Cayman Limited.</p> <p>6 Q. And do you have a role or a title</p> <p>7 or a position at Crowe Cayman Limited?</p> <p>8 A. Director.</p> <p>9 Q. When did you become a director at</p> <p>10 Crowe?</p> <p>11 A. That was November 2019.</p> <p>12 Q. How long have you been affiliated</p> <p>13 with Crowe?</p> <p>14 A. Since that date.</p> <p>15 Q. What does it mean to be an</p> <p>16 insolvency practitioner?</p> <p>17 A. How long have you got?</p> <p>18 What does it mean to be an</p> <p>19 insolvency practitioner?</p> <p>20 Q. Mm-hmm.</p> <p>21 THE COURT REPORTER: "Yes"?</p> <p>22 BY MR. MORRIS:</p> <p>23 Q. Yes.</p> <p>24 A. I am appointed official liquidator</p> <p>25 or voluntary liquidator of Cayman entities. I</p>

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<p>1 G. ROBINSON</p> <p>2 also potentially assist companies with</p> <p>3 financial matters.</p> <p>4 Q. And how long have you been an</p> <p>5 insolvency practitioner? When did you first</p> <p>6 become one?</p> <p>7 A. Well, are you asking me when I</p> <p>8 became licensed or when I -- how long have I</p> <p>9 worked in insolvency matters?</p> <p>10 Q. We'll get to the license in a</p> <p>11 moment.</p> <p>12 A. Okay.</p> <p>13 Q. When did you first start working in</p> <p>14 the insolvency space?</p> <p>15 A. In 1993.</p> <p>16 Q. Can you describe for me generally</p> <p>17 your educational background?</p> <p>18 A. Yes. I'm obviously English, so</p> <p>19 I've got O levels, A levels, and a degree.</p> <p>20 And I also have accountancy qualifications,</p> <p>21 but I'm not a chartered accountant. And I</p> <p>22 also have an insolvency qualification, formal</p> <p>23 insolvency qualification, from the U.K.</p> <p>24 Q. So you're a chartered accountant?</p> <p>25 A. I am not a chartered accountant,</p>	<p>1 G. ROBINSON</p> <p>2 Who were you employed by before you</p> <p>3 joined Crowe in 2019? Can you give me -- let</p> <p>4 me back up.</p> <p>5 From 1993, give me an overview of</p> <p>6 your professional history and affiliations.</p> <p>7 A. I initially worked for a company</p> <p>8 called Casson Beckman & Partners in</p> <p>9 Manchester.</p> <p>10 I left them and went to PwC,</p> <p>11 PricewaterhouseCoopers.</p> <p>12 I then left PricewaterhouseCoopers</p> <p>13 and went to a company called RPG.</p> <p>14 After RPGK I went to PKF. After</p> <p>15 PKF I went to Kroll, which is K-R-O-L-L.</p> <p>16 I left Kroll in 2009 and went to</p> <p>17 the Cayman Islands, where in the Cayman</p> <p>18 Islands I worked for Robinson & Hunter until</p> <p>19 2012.</p> <p>20 I then went back to the U.K. in</p> <p>21 2012. I worked for myself and I also worked</p> <p>22 for a company called BB Financial Services.</p> <p>23 In 2014 I went back to the Cayman</p> <p>24 Islands. I then worked for Chris Johnson</p> <p>25 Associates up until I started work for Crowe</p>
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<p>1 G. ROBINSON</p> <p>2 no. I have accountancy qualifications, but I</p> <p>3 am not a chartered accountant.</p> <p>4 Q. Okay.</p> <p>5 THE COURT REPORTER: Did you say O</p> <p>6 level and A level?</p> <p>7 THE WITNESS: Yes. O level and</p> <p>8 then A level, yes.</p> <p>9 Q. And you have a license?</p> <p>10 A. I've got a -- yes, I have a</p> <p>11 U.K. license through the Insolvency</p> <p>12 Practitioners Association in the U.K.</p> <p>13 Q. When did you get that?</p> <p>14 A. I passed my qualification in 2000.</p> <p>15 I got my license in 2008.</p> <p>16 Q. What does one need to do to obtain</p> <p>17 a license?</p> <p>18 A. Short answer, certain amount of</p> <p>19 hours worked and some exams that you need to</p> <p>20 pass.</p> <p>21 Q. So is it fair to say that you</p> <p>22 worked in the insolvency space for about 15</p> <p>23 years before you obtained your license?</p> <p>24 A. Seven and eight is 15, yes.</p> <p>25 Q. Exactly.</p>	<p>1 G. ROBINSON</p> <p>2 Cayman Limited.</p> <p>3 Q. Okay. When did you receive your</p> <p>4 first appointment as an official liquidator in</p> <p>5 the Cayman Islands?</p> <p>6 A. That would be two thousand and --</p> <p>7 it's going to be late 2009 or early 2010.</p> <p>8 Q. Can you give me an estimate of how</p> <p>9 many times you've been appointed an official</p> <p>10 liquidator by the Cayman courts?</p> <p>11 A. Ten to 15.</p> <p>12 Q. And does that include the several</p> <p>13 that you have mentioned today?</p> <p>14 MR. McDONALD: Objection to form.</p> <p>15 A. Yes.</p> <p>16 Q. Have you ever been appointed a</p> <p>17 liquidator in any jurisdiction other than the</p> <p>18 United Kingdom or the Cayman Islands?</p> <p>19 A. Well, the companies we referred to</p> <p>20 today would be Singapore and Taiwan. No.</p> <p>21 Q. Prior to this case have you ever</p> <p>22 been involved in a Chapter 15 proceeding in</p> <p>23 the United States?</p> <p>24 A. No.</p> <p>25 Q. I want to see if we can just make</p>

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<p>1 G. ROBINSON</p> <p>2 sure that we have an understanding of kind of</p> <p>3 where we started earlier with respect to the</p> <p>4 corporate organization. And I'm going to</p> <p>5 just --</p> <p>6 MR. MORRIS: Let's mark as exhibit</p> <p>7 2 a portion of a document that was filed</p> <p>8 in the Chapter 7 -- Chapter 15</p> <p>9 proceeding at Docket No. 77. It's just</p> <p>10 an organizational chart that I am going</p> <p>11 to be focused on.</p> <p>12 THE WITNESS: Okay.</p> <p>13 (Robinson Exhibit 2, Organizational</p> <p>14 chart was marked for identification.)</p> <p>15 BY MR. MORRIS:</p> <p>16 Q. I am going to represent to you that</p> <p>17 we actually copied this from a filing I think</p> <p>18 that originated in the Cayman Islands but that</p> <p>19 was filed in New York. I think it was part of</p> <p>20 the complaint that was filed in the Cayman</p> <p>21 Islands.</p> <p>22 Have you seen this organizational</p> <p>23 chart before?</p> <p>24 A. Yes.</p> <p>25 Q. And did you personally, in your</p>	<p>1 G. ROBINSON</p> <p>2 your understanding of what has changed?</p> <p>3 A. Basically, Mari Matthews holds her</p> <p>4 50 percent shares in a separate entity.</p> <p>5 Q. Okay. But she still now, instead</p> <p>6 of directly, indirectly owns 50 percent of</p> <p>7 International Media Holdings Inc. --</p> <p>8 International Media Holdings, LLC; is that</p> <p>9 your understanding?</p> <p>10 MR. McDONALD: Objection to form.</p> <p>11 A. She -- she doesn't own any -- she's</p> <p>12 not a shareholder of INTL Media anymore. But</p> <p>13 she's a shareholder in her own right of IR-P</p> <p>14 Holdings.</p> <p>15 Q. Okay.</p> <p>16 A. Through a separate entity to INTL.</p> <p>17 Q. Are there any other changes that</p> <p>18 you're aware of?</p> <p>19 A. No. That looks -- that looks okay.</p> <p>20 Q. Okay. So now, just to make sure I</p> <p>21 understood what you said earlier, if we look</p> <p>22 at the chart, you'll see Ascentra Holdings,</p> <p>23 Inc. is a Cayman Islands entity there; and</p> <p>24 above that there are three shareholders, three</p> <p>25 direct shareholders: IR-P Holdings Inc.,</p>
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<p>1 G. ROBINSON</p> <p>2 capacity as the official liquidator of</p> <p>3 Ascentra Holdings, Inc., authorize it to be</p> <p>4 filed on behalf of that entity?</p> <p>5 MR. McDONALD: Objection to form.</p> <p>6 A. Filed in which proceeding?</p> <p>7 Q. In the Cayman Islands.</p> <p>8 A. Yes.</p> <p>9 Q. And did you also authorize it to be</p> <p>10 filed in the Chapter 15 proceeding in</p> <p>11 New York?</p> <p>12 A. Yes.</p> <p>13 Q. To the best of your knowledge, is</p> <p>14 this corporate organizational chart accurate?</p> <p>15 A. There is one error on this chart.</p> <p>16 Q. Can you just point that out to me,</p> <p>17 please?</p> <p>18 A. The -- the shareholding in IR-P for</p> <p>19 INTL Media has changed since this document has</p> <p>20 been filed.</p> <p>21 Q. So I think you're referring to the</p> <p>22 box that's below Martin Matthews and Mari</p> <p>23 Matthews, is that right?</p> <p>24 A. Correct. Yes.</p> <p>25 Q. Okay. And can you describe for me</p>	<p>1 G. ROBINSON</p> <p>2 International Media Holdings, LLC, and then a</p> <p>3 box called "Management and Related Parties."</p> <p>4 Do I have that right?</p> <p>5 A. Yes.</p> <p>6 Q. And are those the people and the</p> <p>7 entities that appointed you as the voluntary</p> <p>8 liquidator back in June of 2021?</p> <p>9 A. Yeah. I was appointed through the</p> <p>10 shareholder resolutions. Yes.</p> <p>11 Q. Yes. And IR-P Holdings, Inc.</p> <p>12 (Cayman Islands), that's one that you</p> <p>13 mentioned earlier is in liquidation, is that</p> <p>14 right?</p> <p>15 A. Yes.</p> <p>16 Q. And that's a solvent -- that's</p> <p>17 subject to a solvency certificate, is that</p> <p>18 right?</p> <p>19 MR. McDONALD: Objection to form.</p> <p>20 A. Yes.</p> <p>21 Q. Interush I think you said has been</p> <p>22 dissolved, is that right?</p> <p>23 A. Interush -- sorry. Interush</p> <p>24 (Singapore), yes.</p> <p>25 Q. Yes. Sorry for the ambiguity. Let</p>

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<p>1 G. ROBINSON</p> <p>2 me ask the question again.</p> <p>3 Interush Singapore has been</p> <p>4 dissolved, is that right?</p> <p>5 A. Yes.</p> <p>6 Q. Okay. And HEC International</p> <p>7 Company Limited in Taiwan, that's also subject</p> <p>8 to liquidation, correct?</p> <p>9 A. Yes.</p> <p>10 Q. Okay. HEC International Limited</p> <p>11 Cayman Islands, that's also subject to</p> <p>12 judicially supervised liquidation proceedings</p> <p>13 in the Cayman Islands, right?</p> <p>14 A. Yes.</p> <p>15 Q. And you serve as the official</p> <p>16 liquidator of that entity?</p> <p>17 A. Yes.</p> <p>18 Q. And that entity is also subject to</p> <p>19 a solvency certificate, correct?</p> <p>20 MR. McDONALD: Object to the form.</p> <p>21 A. Yes.</p> <p>22 Q. I think there's a statement in</p> <p>23 documents somewhere that HEC International,</p> <p>24 Limited Singapore branch has stopped doing</p> <p>25 business.</p>	<p>1 G. ROBINSON</p> <p>2 Ascentra over the years in one way, shape or</p> <p>3 form.</p> <p>4 Q. On the lower left-hand corner of</p> <p>5 this organizational chart there's four</p> <p>6 entities under the name Ted Sanders.</p> <p>7 Do you see that?</p> <p>8 A. Yes.</p> <p>9 Q. Do you have an understanding of who</p> <p>10 Mr. Sanders is?</p> <p>11 A. Yes.</p> <p>12 Q. What's your understanding of who</p> <p>13 Mr. Sanders is in relation to this</p> <p>14 organizational chart?</p> <p>15 A. Mr. Sanders was the former CFO of</p> <p>16 Ascentra.</p> <p>17 Q. Did he ever serve as a director, to</p> <p>18 the best of your knowledge?</p> <p>19 A. Of Ascentra?</p> <p>20 Q. Let me ask a better question.</p> <p>21 Do you know whether Mr. Sanders</p> <p>22 ever served as a director of Ascentra</p> <p>23 Holdings, Inc.?</p> <p>24 A. No.</p> <p>25 Q. Do you know if Mr. Sanders ever</p>
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<p>1 G. ROBINSON</p> <p>2 Is my recollection about that</p> <p>3 correct?</p> <p>4 MR. McDONALD: Object to the form.</p> <p>5 A. That is correct.</p> <p>6 Q. Is that entity the subject of any</p> <p>7 liquidation proceeding or has it simply ceased</p> <p>8 doing business?</p> <p>9 A. It's not -- it's not in a</p> <p>10 liquidation process. And that branch has been</p> <p>11 closed.</p> <p>12 Q. So am I right that all of the</p> <p>13 entities that are directly beneath Ascentra</p> <p>14 Holdings, Inc. Cayman Islands served as</p> <p>15 operating companies of Ascentra Holdings,</p> <p>16 Inc. before it ceased to do business in</p> <p>17 early 2021?</p> <p>18 MR. McDONALD: Objection to form.</p> <p>19 A. They -- they -- I would -- they</p> <p>20 were part -- they were part of the group and I</p> <p>21 am sure at some time over the years --</p> <p>22 (Reporter requests clarification.)</p> <p>23 A. Those entities underneath Ascentra</p> <p>24 are part of the group, yes. And they've all</p> <p>25 been part of the operational business of</p>	<p>1 G. ROBINSON</p> <p>2 served as a director -- withdrawn.</p> <p>3 I am going to refer to the one,</p> <p>4 two, three, four, five, six -- seven entities</p> <p>5 below the Ascentra Holdings, Inc. box as</p> <p>6 "Ascentra's subsidiaries."</p> <p>7 Is that fair?</p> <p>8 A. Okay.</p> <p>9 Q. Do you know whether Mr. Sanders</p> <p>10 ever served as the director of any of</p> <p>11 Ascentra's subsidiaries?</p> <p>12 A. From my memory, no.</p> <p>13 Q. Do you know what period of time</p> <p>14 Mr. Sanders served as the CFO of Ascentra?</p> <p>15 A. I know it was -- I don't know the</p> <p>16 exact start date. I know he was involved from</p> <p>17 2018 up until his resignation in May 2021, and</p> <p>18 that he could possibly be involved in the</p> <p>19 group before April 2018. Sorry, I can't fully</p> <p>20 recall.</p> <p>21 Q. Do you know, did he serve as the</p> <p>22 CFO of Ascentra Holdings, Inc.?</p> <p>23 A. Of Ascentra.</p> <p>24 Q. And when you use the phrase</p> <p>25 "Ascentra" in the context of Mr. Sanders'</p>

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1 G. ROBINSON
2 role, what do you mean?
3 MR. McDONALD: Object to the form.
4 A. Can you just explain the question
5 better for me, please?
6 Q. Yes. I'll try again.
7 You've got Ascentra Holdings,
8 Inc. and then you've got the seven
9 subsidiaries. Right?
10 A. Mm-hmm. Yes.
11 Q. Okay. Let's take them separately.
12 Do you know whether Mr. Sanders
13 ever served as the CFO of any of the seven
14 subsidiaries?
15 MR. McDONALD: Objection to form.
16 A. In my view, Mr. Ted Sanders was the
17 CFO of Ascentra group, and that included
18 Ascentra Holdings, all the subsidiaries, and
19 also SPGK.
20 MR. McDONALD: John, you're going
21 way off topic here. Can you please
22 explain how any of this line of
23 questioning relates to any of the topics
24 that are set forth in the deposition
25 notice?

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1 G. ROBINSON
2 MR. MORRIS: I will tell you that
3 it goes to, number 1, the likelihood of
4 success on the merits and the
5 relationship of these entities. And
6 number 2, it's background.
7 And if you want to direct him not
8 to answer, you're free to do that at any
9 time. I don't think this stuff is
10 controversial, but you'll defend your
11 witness as you wish.
12 MR. McDONALD: It goes to number 1,
13 the certificate of solvency?
14 MR. MORRIS: No, the last four.
15 The last four questions. Likelihood of
16 success on the merits and facts relating
17 thereto.
18 MR. McDONALD: Again, we're giving
19 you some latitude, but it's going to be
20 very limited.
21 MR. MORRIS: You'll do what you do,
22 and I'll do what I do, and we'll do it
23 respectfully.
24 MR. McDONALD: Okay.
25 Q. Do you know whether Ascentra ever

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1 G. ROBINSON
2 had a direct or indirect ownership interest in
3 any of the four entities under Mr. Sanders'
4 name?
5 MR. McDONALD: Objection to form.
6 A. The two entities at the bottom
7 there, AOS Property Ventures, and they
8 obviously -- it's got formerly known as
9 Interush, Inc., and then there's also Interush
10 International, they may have been set over the
11 side of the structure at one time, but I can't
12 recall from memory.
13 Q. Okay. Is it fair to say that this
14 chart doesn't depict any direct or indirect
15 relationship between any of the four entities
16 under Mr. Sanders' names and any of the
17 Ascentra Holdings entities, is that fair?
18 MR. McDONALD: Objection to form.
19 A. Just say that again for me, please?
20 Q. Yeah. I am talking specifically
21 now of ownership.
22 A. Okay.
23 Q. Okay. Do you have any reason to
24 believe, as you sit here today, that Ascentra
25 Holdings, Inc. or any of its subsidiaries ever

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1 G. ROBINSON
2 had a direct or indirect ownership interest in
3 any of the four entities under Mr. Sanders'
4 name?
5 MR. McDONALD: Objection; form.
6 A. Like I said, they might have had
7 some ownership of these two at one time
8 previously, but I don't believe they had any
9 direct or indirect of Asian Offshore Services
10 and SPGK International.
11 Q. And what's the basis for that
12 belief?
13 A. Just -- just from I know the names
14 Interush, and I believe that they might --
15 just from memory -- they might have been part
16 of a bigger group structure that Ascentra had
17 prior to -- prior to 2016.
18 Q. Are you aware of any facts
19 concerning either how, when or why they would
20 have ceased to have an ownership interest in
21 those two entities at the bottom of the
22 left-hand corner?
23 MR. McDONALD: Objection to form.
24 A. I do have a memory that they --
25 that Ted could have -- Ted Sanders, sorry,

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1 G. ROBINSON
2 could have purchased those companies from
3 Ascentra.
4 Q. Do you have any understanding or
5 memory as to when that may have happened?
6 A. No. I've got no memory.
7 Q. In the upper left-hand portion of
8 the document you've got Mr. Yoshida, is that
9 right?
10 A. Yes.
11 Q. And then below him you've got two
12 entities, Scuderia Bianco Limited --
13 A. Yes.
14 Q. -- and Lequios Holdings? Lequios?
15 A. Lequios?
16 Q. I'll go with your --
17 A. I'm not good at any of those fancy
18 words.
19 Q. And then there's also a third
20 entity called Growth Today Inc.
21 Do I have that right?
22 A. Yes. I see them.
23 Q. Okay. Do you know if Ascentra
24 Holdings, Inc. or any of its subsidiaries ever
25 had a direct or indirect ownership interest in

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1 G. ROBINSON
2 Scuderia Bianco Limited?
3 MR. McDONALD: Objection to form.
4 A. No.
5 Q. Okay. Do you know if Ascentra
6 Holdings, Inc. or any of its subsidiaries ever
7 had a direct or indirect ownership interest in
8 Lequios Holdings?
9 A. No.
10 Q. Do you know if Ascentra Holdings,
11 Inc. or any of its subsidiaries ever had a
12 direct or indirect ownership interest in
13 Growth Today Inc.?
14 MR. McDONALD: Objection to form.
15 A. Just so I'm clear, what do you mean
16 by "direct or indirect ownership"?
17 Q. That they were -- that they held
18 shares in, that they held equity, that they
19 were a contributory, either in their own name
20 or through another entity or person that they
21 controlled.
22 MR. McDONALD: I'm going to object
23 and direct the witness not to answer.
24 The ownership and interrelationship of
25 these entities is subject to the

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1 G. ROBINSON
2 proceeding in the Cayman Islands, and
3 SPGK has answered that complaint, we
4 have responded. And to the extent that
5 there is any interrelationship between
6 these entities, which we allege there
7 is, will be dealt with in connection
8 with those proceedings.
9 MR. MORRIS: I'm not asking if
10 there's a relationship between the two.
11 I'm asking a very narrow question. Let
12 me just ask -- let me just ask --
13 MR. McDONALD: Can you just
14 rephrase that question, please?
15 MR. MORRIS: Yes, I appreciate
16 that.
17 BY MR. MORRIS:
18 Q. To the best of your knowledge, sir,
19 has Ascentra Holdings, Inc. or any of its
20 subsidiaries ever had a direct or indirect
21 ownership interest in Growth Today Inc.?
22 A. What do you mean by "ownership
23 interest"?
24 DIR Q. That they -- that they were an
25 owner of that entity. That they held some

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1 G. ROBINSON
2 portion -- all or some portion of the shares.
3 A. Shares.
4 MR. McDONALD: Objection.
5 I direct the witness not to answer.
6 MR. MORRIS: What's the basis for
7 the direction? Just so the record's
8 clear.
9 MR. McDONALD: That is a subject to
10 the litigation in the Cayman Islands,
11 and as we have stated to the Court, we
12 are not litigating the Cayman proceeding
13 here as part of this 30(b)(6).
14 MR. MORRIS: You've made that
15 argument. I just want to make my
16 record.
17 MR. McDONALD: I just want to be
18 perfectly clear.
19 MR. MORRIS: I appreciate that.
20 MR. McDONALD: The
21 interrelationship between Growth Today,
22 its ultimate switch in ownership and the
23 relationship between its prior principal
24 and the principals of Ascentra are being
25 litigated in the Cayman Islands.

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<p style="text-align: right;">Page 53</p> <p>1 G. ROBINSON</p> <p>2 MR. MORRIS: So this is my</p> <p>3 opportunity -- because I want to make my</p> <p>4 record, too -- this is my opportunity to</p> <p>5 inquire as to the facts that relate to</p> <p>6 the likelihood of success on the merits</p> <p>7 in New York. And I appreciate your</p> <p>8 argument, and I know you made it to the</p> <p>9 New York court and here we are.</p> <p>10 So I believe that the answer to</p> <p>11 this question goes to the likelihood of</p> <p>12 success of the merits, which is why I am</p> <p>13 asking it, to be clear.</p> <p>14 And with that, if you are going to</p> <p>15 direct him not to answer, we'll just</p> <p>16 move on.</p> <p>17 MR. McDONALD: I am directing him</p> <p>18 not to answer.</p> <p>19 MR. MORRIS: Okay. I am just going</p> <p>20 to reserve my right, for all of the</p> <p>21 questions that you direct him not to</p> <p>22 answer, to either seek -- because I want</p> <p>23 to be clear -- to seek a preclusion</p> <p>24 order in New York from Ascentra offering</p> <p>25 any evidence that would have been</p>	<p style="text-align: right;">Page 55</p> <p>1 G. ROBINSON</p> <p>2 BY MR. MORRIS:</p> <p>3 DIR Q. Sir, do you know if Ascentra</p> <p>4 Holdings, Inc. or any of its subsidiaries ever</p> <p>5 had a contract with Growth Today Inc. or any</p> <p>6 of its subsidiaries?</p> <p>7 MR. McDONALD: Objection.</p> <p>8 I direct the witness not to answer.</p> <p>9 Q. Are you going to follow your</p> <p>10 counsel's advice?</p> <p>11 A. Yes.</p> <p>12 Q. Do you know if Ascentra Holdings,</p> <p>13 Inc. or any of its subsidiaries ever commenced</p> <p>14 legal proceeding to enforce any agreement that</p> <p>15 it contended it had with Growth Today or any</p> <p>16 of its subsidiaries?</p> <p>17 MR. McDONALD: Objection to form.</p> <p>18 A. Just repeat the question, please?</p> <p>19 Q. Yes, I appreciate that. I could do</p> <p>20 better.</p> <p>21 Prior to the commencement of the</p> <p>22 Ascentra Holdings, Inc. Cayman Islands</p> <p>23 liquidation proceeding, are you aware of any</p> <p>24 enforcement action that Ascentra Holdings,</p> <p>25 Inc. or any of its subsidiaries took against</p>
<p style="text-align: right;">Page 54</p> <p>1 G. ROBINSON</p> <p>2 responsive to these questions in the</p> <p>3 New York proceeding, or to compel</p> <p>4 further deposition.</p> <p>5 So those are the two things that</p> <p>6 I'm reserving my right for, and we'll</p> <p>7 just go forward.</p> <p>8 MR. McDONALD: And the judge made</p> <p>9 it very clear that if you're inquiring</p> <p>10 into the success of the Cayman</p> <p>11 proceeding, that is privileged and that</p> <p>12 goes beyond the scope of this</p> <p>13 deposition. He made that crystal clear</p> <p>14 at the last hearing, and we reserve our</p> <p>15 rights as well.</p> <p>16 MR. MORRIS: Okay. I don't think</p> <p>17 he said anything about privilege.</p> <p>18 MR. McDONALD: He did.</p> <p>19 MR. MORRIS: I don't think he said</p> <p>20 anything about privilege, but okay.</p> <p>21 MR. McDONALD: John, he did. He</p> <p>22 said if the question is basically do you</p> <p>23 think you're going to win Cayman, and</p> <p>24 all of these are going to that, he said</p> <p>25 that's privileged. He was very clear.</p>	<p style="text-align: right;">Page 56</p> <p>1 G. ROBINSON</p> <p>2 Growth Today Inc. or any of its subsidiaries</p> <p>3 with respect to any contract?</p> <p>4 A. No.</p> <p>5 Q. Okay. Thank you.</p> <p>6 Do you know if Ascentra Holdings,</p> <p>7 Inc., as distinguished from the subsidiaries,</p> <p>8 do you know if Ascentra Holdings, Inc. ever</p> <p>9 provided any goods or services to Growth Today</p> <p>10 Inc. or any of Growth Today Inc.'s</p> <p>11 subsidiaries?</p> <p>12 MR. McDONALD: Objection to form.</p> <p>13 A. Just say the question again,</p> <p>14 please?</p> <p>15 Q. Sure. Do you know whether Ascentra</p> <p>16 Holdings, Inc. -- withdrawn.</p> <p>17 Prior to the commencement of the</p> <p>18 Cayman Islands liquidation proceedings do you</p> <p>19 know whether Ascentra Holdings, Inc. ever</p> <p>20 provided goods and services to Growth Today</p> <p>21 Inc. or any of the three subsidiaries listed</p> <p>22 underneath it in this organizational chart?</p> <p>23 A. And you're asking me for</p> <p>24 specifically Ascentra Holdings, Inc., or --</p> <p>25 Q. Correct.</p>

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1 G. ROBINSON
2 A. -- or not the Ascentra group?
3 Q. Exactly.
4 MR. McDONALD: Objection to form.
5 A. Then the answer is no.
6 DIR Q. Okay. Do you know if Growth Today
7 or any of the entities beneath Growth Today
8 ever paid money to a third party for the
9 benefit of Ascentra Holdings, Inc. or any of
10 its subsidiaries?
11 MR. McDONALD: Objection.
12 I direct the witness not to answer.
13 MR. MORRIS: Can I ask him if he
14 knows the answer to the question? I'm
15 going to ask him the question, and then
16 you can decide.
17 DIR Q. Without divulging the answer to the
18 question, just yes or no, do you know whether
19 Growth Today Inc. or any of the three entities
20 beneath it ever paid any third party for the
21 benefit of Ascentra Holdings, Inc. or any of
22 its subsidiaries? Just yes or no.
23 MR. McDONALD: I'm still going to
24 direct him not to answer.
25 MR. MORRIS: You're not even going

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1 G. ROBINSON
2 to let me know if he knows the answer to
3 the question?
4 MR. McDONALD: Yes.
5 MR. MORRIS: Okay.
6 Q. Are you going to follow counsel's
7 advice?
8 A. Yes.
9 MR. McDONALD: John, when you come
10 to an appropriate point, can we take a
11 break?
12 MR. MORRIS: Yes. Now would be
13 great.
14 MR. McDONALD: Is that okay?
15 MR. MORRIS: Yes. So we agree he's
16 under oath.
17 MR. McDONALD: Yes.
18 MR. MORRIS: No communication with
19 the witness while the deposition
20 continues. But I'm happy to take a
21 break.
22 MR. McDONALD: Thank you.
23 MR. MORRIS: You bet.
24 THE VIDEOGRAPHER: This ends
25 unit 2. We're off the record at 10:44.

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1 G. ROBINSON
2 (Recess taken.)
3 THE VIDEOGRAPHER: This begins
4 unit 3. We're on the record at 10:56.
5 MR. MORRIS: I am going to mark as
6 the next exhibit, which I think is
7 number 3, Robinson number 3, a document
8 that was previously marked as Hernandez
9 exhibit 5. And it's entitled Joint
10 Official Liquidators' Certificate.
11 (Robinson Exhibit 3, CWR Form
12 Number 13, Joint Official Liquidators'
13 Certificate was marked for
14 identification.)
15 BY MR. MORRIS:
16 Q. All right, sir. Do you have
17 Robinson exhibit 3 in front of you?
18 A. Yes.
19 Q. Okay. Do you know what that is?
20 A. Yes.
21 Q. And what is this document?
22 A. This is the Joint Official
23 Liquidators' Certificate of Determination of
24 Solvency for Ascentra Holdings, Inc.
25 Q. And in this document it says that

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1 G. ROBINSON
2 the joint official liquidators, quote, "hereby
3 certify that they have determined that the
4 above-named company should be treated as
5 solvent."
6 Did I read that correctly?
7 A. Yes.
8 Q. How did you make that
9 determination?
10 A. So when we -- when we are appointed
11 official liquidators, one of our duties is to
12 just analyze the books and records that we
13 have in our possession. I spoke to
14 stakeholders, management, former officers of
15 the company. Reviewed financial information
16 in our possession. And we make a
17 determination on whether the -- the company is
18 solvent. And that's also discussed in
19 consultation with our attorneys.
20 And then we make a decision that we
21 should -- whether we should -- what
22 determination we should file.
23 And after that initial review, in
24 consultation, the decision was taken to file a
25 certificate of solvency.

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1 G. ROBINSON
2 Q. You used the phrase "stakeholders."
3 Do you recall which stakeholders
4 you communicated with with respect to the
5 decision to identify Ascentra Holdings,
6 Inc. as solvent?
7 MR. McDONALD: Objection to form.
8 I think there's confusion. I think
9 you're saying -- did you "stakeholders"
10 or "stockholders"?
11 MR. MORRIS: I heard him say
12 "stakeholders."
13 MR. McDONALD: Okay.
14 MR. MORRIS: Let me try again.
15 MR. McDONALD: It just came across
16 as stockholders or stakeholders. I
17 wasn't sure which you were going with.
18 MR. MORRIS: I'll try again.
19 Q. Did you speak with any stakeholders
20 in connection with your determination to
21 declare Ascentra Holdings, Inc. to be solvent?
22 MR. McDONALD: Objection to the
23 form.
24 A. When I say the word "stakeholder,"
25 I am talking about numerous parties involved

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1 G. ROBINSON
2 in the affairs of the company.
3 Q. Okay. Can you identify those
4 parties who were involved in the affairs of
5 the company?
6 A. That I spoke to?
7 Q. Yes.
8 A. On the process, okay. Yes.
9 That would be employees of the
10 group. It would have been Ted Sanders. It
11 was also, I believe, from memory, that I also
12 had communications with Luke Ryu. Marty
13 Matthews. And that would be it.
14 Did I say staff?
15 Q. You said employees.
16 A. Employees, okay. Yes.
17 Q. Do you remember the names of any of
18 the employees?
19 A. Communication on that would have
20 been with Whinney.
21 Q. Okay. Out of the people that you
22 just identified, did any of them disagree with
23 the determination that you ultimately made
24 that Ascentra Holdings, Inc. is solvent?
25 MR. McDONALD: Objection to form.

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1 G. ROBINSON
2 A. No.
3 Q. You mentioned "books and records."
4 Do you recall, and I appreciate
5 it's been some time, do you recall what books
6 and records you reviewed and relied upon to
7 reach your determination that Ascentra
8 Holdings, Inc. is solvent?
9 A. It would have been through
10 communication and discussions with the
11 stakeholders and with the financial
12 information that we were provided to --
13 provided with by Whinney.
14 Q. Among that information, was there a
15 general ledger, if you recall?
16 A. We were aware of the -- the assets
17 of the group and what pertained to the assets
18 of the Ascentra group.
19 Q. Did the determination of solvency
20 take into account not just assets but
21 liabilities?
22 A. Yes.
23 Q. Is there a particular test that you
24 utilized to determine that Ascentra Holdings,
25 Inc. is solvent?

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1 G. ROBINSON
2 MR. McDONALD: Objection to form.
3 A. There is no -- there is no specific
4 test that official liquidators undertake when
5 he's determining solvency. It's the joint
6 official liquidators' opinion.
7 Q. Do you know whether Ascentra
8 Holdings, Inc. maintained financial statements
9 for itself and its subsidiaries?
10 A. Yes. There are -- there are. Yep.
11 Q. And would those financial
12 statements include balance sheets?
13 MR. McDONALD: Object to the form.
14 A. Yes.
15 Q. What other financial statements are
16 you -- do you have in mind when you think back
17 to what you reviewed in connection with this
18 analysis?
19 A. Yeah, okay.
20 MR. McDONALD: Let him finish the
21 question.
22 A. Say the question again? Sorry.
23 Q. Okay. Did you review financial
24 statements in connection with your analysis of
25 solvency?

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<p style="text-align: right;">Page 65</p> <p>1 G. ROBINSON</p> <p>2 A. So when we got -- when we appointed</p> <p>3 and we were reviewing the books and records in</p> <p>4 our possession -- so when you say "financial</p> <p>5 statements," there were no audited statements</p> <p>6 for the recent period leading up to the</p> <p>7 liquidation. There were management accounts</p> <p>8 and financial summaries and bank statements</p> <p>9 and Excel spreadsheets showing balances at</p> <p>10 bank and assets and stuff that is very basic.</p> <p>11 It wasn't complicated. It was easy to look</p> <p>12 at, easy to assess. And we deemed, after</p> <p>13 reviewing those kind of financials, that the</p> <p>14 company -- that Ascentra should be deemed</p> <p>15 solvent.</p> <p>16 Q. Thank you very much.</p> <p>17 Do you recall whether Ascentra</p> <p>18 Holdings, Inc. reported their financial</p> <p>19 statements on a consolidated basis with their</p> <p>20 subsidiaries?</p> <p>21 MR. McDONALD: Objection to form.</p> <p>22 A. We have seen draft financial</p> <p>23 statements and previous signed financial</p> <p>24 statements where the accounts are</p> <p>25 consolidated, yes.</p>	<p style="text-align: right;">Page 67</p> <p>1 G. ROBINSON</p> <p>2 Q. Okay. In your review of the</p> <p>3 records did you see anything that would have</p> <p>4 reflected any disagreement between Ascentra</p> <p>5 Holdings, Inc. and the last outside auditor</p> <p>6 that it did have?</p> <p>7 MR. McDONALD: Objection to form.</p> <p>8 A. I can't from memory remember if</p> <p>9 there was any statements in the last signed</p> <p>10 audited statements from the auditor</p> <p>11 questioning anything, how the accounts were --</p> <p>12 were shown.</p> <p>13 Q. Okay. And I think you testified</p> <p>14 that your recollection is the last audited</p> <p>15 financial statements were for either 2018 or</p> <p>16 2019.</p> <p>17 Do I have that right?</p> <p>18 MR. McDONALD: Objection.</p> <p>19 Q. Or was it '17 and '18?</p> <p>20 A. You're talking about --</p> <p>21 Q. Audited.</p> <p>22 A. -- today?</p> <p>23 Q. Mm-hmm.</p> <p>24 A. Yeah, probably seven -- maybe 2017.</p> <p>25 Q. Are you aware of any reason why</p>
<p style="text-align: right;">Page 66</p> <p>1 G. ROBINSON</p> <p>2 Q. Do you know the last period for</p> <p>3 which Ascentra Holdings, Inc. received audited</p> <p>4 financial statements?</p> <p>5 A. I'm not a hundred percent, but I</p> <p>6 think it could be either 2017 maybe or 2018.</p> <p>7 But that's from memory. Sorry.</p> <p>8 Q. Do you recall if Ascentra Holdings,</p> <p>9 Inc. prepared its financial statements on a</p> <p>10 calendar-year basis, or was there some other</p> <p>11 time period that they utilized? Or</p> <p>12 year-basis, fiscal year?</p> <p>13 A. Again, from memory I think the</p> <p>14 financial year-end was December, but I</p> <p>15 don't -- I don't fully recall. I'm sorry.</p> <p>16 Q. Do you remember the name of</p> <p>17 Ascentra's outside auditors for the period of</p> <p>18 time that audited financial statements were</p> <p>19 completed?</p> <p>20 A. I don't recall the name, no.</p> <p>21 Q. In your capacity as Ascentra's</p> <p>22 joint official liquidator did you ever speak</p> <p>23 with Ascentra's outside auditors?</p> <p>24 A. There were no outside auditors</p> <p>25 appointed at the time of my appointment.</p>	<p style="text-align: right;">Page 68</p> <p>1 G. ROBINSON</p> <p>2 audited financial statements were not</p> <p>3 completed for any period after the last one?</p> <p>4 A. I would say from the financials it</p> <p>5 would be how -- how the account should be</p> <p>6 recorded, and all the parties involved, how</p> <p>7 they wanted the account to be shown.</p> <p>8 Q. Okay. I think you said you are an</p> <p>9 accountant, is that right?</p> <p>10 A. I have accountant qualifications.</p> <p>11 Q. Do you know whether Ascentra's</p> <p>12 books and records were maintained under GAAP</p> <p>13 accounting or, I guess, IFRS?</p> <p>14 A. I do not know.</p> <p>15 Q. You don't know.</p> <p>16 MR. McDONALD: John, just to be</p> <p>17 clear, when you say "Ascentra" you mean</p> <p>18 Ascentra Holdings or Ascentra group?</p> <p>19 MR. MORRIS: I appreciate that.</p> <p>20 Ascentra Holdings, Inc. Yes.</p> <p>21 MR. McDONALD: Okay.</p> <p>22 Q. And the same question then for any</p> <p>23 of the subsidiaries.</p> <p>24 Do you know if --</p> <p>25 MR. McDONALD: Ascentra group. You</p>

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<p style="text-align: right;">Page 69</p> <p>1 G. ROBINSON</p> <p>2 distinguished between Ascentra and</p> <p>3 Ascentra Holdings. So just to be</p> <p>4 precise.</p> <p>5 MR. MORRIS: Okay.</p> <p>6 Q. You have never withdrawn the</p> <p>7 certificate that's been marked as Robinson</p> <p>8 exhibit 3, correct?</p> <p>9 A. Correct.</p> <p>10 Q. Okay. As an experienced and</p> <p>11 licensed insolvency practitioner, can you</p> <p>12 share with me your understanding of the</p> <p>13 circumstances that would require you to either</p> <p>14 withdraw or amend this certificate?</p> <p>15 MR. McDONALD: To the extent you</p> <p>16 can answer that without divulging</p> <p>17 attorney-client privilege, please</p> <p>18 answer.</p> <p>19 A. Just say the question again?</p> <p>20 Sorry.</p> <p>21 Q. Just as a Cayman Islands insolvency</p> <p>22 practitioner can you tell me your</p> <p>23 understanding of the circumstances that would</p> <p>24 require you to withdraw, amend or modify the</p> <p>25 certificate?</p>	<p style="text-align: right;">Page 71</p> <p>1 G. ROBINSON</p> <p>2 identification.)</p> <p>3 Q. Mr. Robinson, do you see this is a</p> <p>4 declaration that was submitted to the Court in</p> <p>5 New York back in October 2021?</p> <p>6 A. Yes.</p> <p>7 Q. Okay. And do you recall this</p> <p>8 particular declaration?</p> <p>9 A. Yes.</p> <p>10 Q. And do you recall reviewing it</p> <p>11 before it was filed with the court?</p> <p>12 A. Yes.</p> <p>13 Q. And did you have an opportunity to</p> <p>14 make comments and changes to the declaration?</p> <p>15 A. I did, yes.</p> <p>16 Q. Okay. Let's go to paragraph 18.</p> <p>17 And if you could just read that to yourself</p> <p>18 for the moment.</p> <p>19 (The witness complied.)</p> <p>20 A. Okay.</p> <p>21 Q. Was it your understanding at the</p> <p>22 time you signed this that that statement was</p> <p>23 true and accurate?</p> <p>24 A. Yes.</p> <p>25 Q. Do you believe it's true and</p>
<p style="text-align: right;">Page 70</p> <p>1 G. ROBINSON</p> <p>2 A. This is a general question, not</p> <p>3 related to Ascentra?</p> <p>4 Q. Correct.</p> <p>5 A. That would be, as an officer of the</p> <p>6 court and you've got a duty to monitor the</p> <p>7 solvency during a lifecycle of the</p> <p>8 liquidation, you would look and check</p> <p>9 constantly on asset values and liability</p> <p>10 values. And if those change.</p> <p>11 Q. So is it fair to say that they</p> <p>12 haven't changed in a manner in which it caused</p> <p>13 you to withdraw the solvency certificate?</p> <p>14 MR. McDONALD: Objection to form.</p> <p>15 A. Since I filed this in September</p> <p>16 2021 there's nothing that's come into my</p> <p>17 possession or been filed by the parties that</p> <p>18 has made me determine my solvency</p> <p>19 determination should change.</p> <p>20 Q. Okay, thank you.</p> <p>21 MR. MORRIS: We'll mark as the next</p> <p>22 exhibit, it will be Robinson number 4.</p> <p>23 It's one of your earlier declarations.</p> <p>24 (Robinson Exhibit 4, Declaration of</p> <p>25 Graham Robinson was marked for</p>	<p style="text-align: right;">Page 72</p> <p>1 G. ROBINSON</p> <p>2 accurate today?</p> <p>3 A. Yes.</p> <p>4 Q. Just one little wrinkle here.</p> <p>5 It's a statement that's made as of</p> <p>6 December 31, 2021, but the document is</p> <p>7 prepared in October 2021.</p> <p>8 Is this kind of a forward-looking</p> <p>9 statement?</p> <p>10 A. Yeah, I would say that we probably</p> <p>11 forecast what expenses were likely to incur up</p> <p>12 to the end of the year, yes.</p> <p>13 Q. Was it also true as of the date you</p> <p>14 filed the application in the Cayman Islands</p> <p>15 court for supervision of the liquidation; was</p> <p>16 this statement true at that time as well?</p> <p>17 MR. McDONALD: Objection to form.</p> <p>18 MR. MORRIS: Withdrawn.</p> <p>19 Q. The liquidation was commenced</p> <p>20 officially in --</p> <p>21 A. 17th of September.</p> <p>22 Q. September 17th.</p> <p>23 If we changed "December 31, 2021"</p> <p>24 to September 17, 2021, would the statement in</p> <p>25 paragraph 18 be accurate?</p>

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<p style="text-align: right;">Page 73</p> <p>1 G. ROBINSON</p> <p>2 A. Accurate in what way?</p> <p>3 Q. Would there be any modification to</p> <p>4 this statement if you just took it and turned</p> <p>5 it back, you know, ten weeks, to the date of</p> <p>6 commencement?</p> <p>7 A. So -- okay. So you're saying</p> <p>8 Ascentra's main liabilities as of 17th of</p> <p>9 September, 2021, basically?</p> <p>10 Q. Correct. Mm-hmm.</p> <p>11 A. Yes.</p> <p>12 Q. Okay. And when you use the term</p> <p>13 "main liabilities" there, are you aware of</p> <p>14 any liabilities that Ascentra had as of</p> <p>15 September 17, 2021 other than the costs that</p> <p>16 were going to be incurred by the liquidators</p> <p>17 and certain ordinary course operating</p> <p>18 expenses? Were there any other liabilities</p> <p>19 that you can recall?</p> <p>20 A. At the time, are you talking about</p> <p>21 17th of September, or are you talking about</p> <p>22 the day of this declaration?</p> <p>23 Q. September 17.</p> <p>24 A. Okay. So just state the question</p> <p>25 again, please?</p>	<p style="text-align: right;">Page 75</p> <p>1 G. ROBINSON</p> <p>2 A. That's a difficult question to</p> <p>3 answer because what I think you're asking me</p> <p>4 is did other creditors come about after the</p> <p>5 31st of December 2021 that weren't potentially</p> <p>6 contingent at that time or I was totally</p> <p>7 unaware of at that time.</p> <p>8 I can't recall. Because as part of</p> <p>9 the liquidation process, I've been dealing</p> <p>10 with creditor -- previous creditors and</p> <p>11 potential creditors through the whole</p> <p>12 liquidation process.</p> <p>13 Q. Go back to exhibit 1, which was the</p> <p>14 30(b)(6) notice. And if you can turn I think</p> <p>15 to the third page, at the bottom it says</p> <p>16 "Amended Topics."</p> <p>17 A. Okay.</p> <p>18 Q. And 2(a) asks about the number of</p> <p>19 creditors existing as of the date of</p> <p>20 commencement.</p> <p>21 Let me just modify that a tiny bit,</p> <p>22 in light of what you just said.</p> <p>23 Do you recall whether Ascentra had</p> <p>24 any non -- any creditors who held</p> <p>25 non-contingent claims, right, who you agree</p>
<p style="text-align: right;">Page 74</p> <p>1 G. ROBINSON</p> <p>2 Q. Sure. When you use the phrase</p> <p>3 "main liabilities" -- actually, let's do this</p> <p>4 in pieces.</p> <p>5 Are you aware of any other -- any</p> <p>6 liabilities as of December 31, 2021 other than</p> <p>7 the costs incurred by the liquidators and</p> <p>8 certain ordinary course operating expenses for</p> <p>9 storage and maintenance of Ascentra's</p> <p>10 information?</p> <p>11 A. I think the key sentence there</p> <p>12 would be "Ascentra may have other contingent</p> <p>13 liabilities that my team and are I</p> <p>14 investigating."</p> <p>15 Q. Okay. I appreciate that and I want</p> <p>16 to separate, you know, stuff that may be</p> <p>17 subject to investigation from what you knew,</p> <p>18 what was -- you know, what was on the books</p> <p>19 and records, what you knew at the time. Okay?</p> <p>20 So with that distinction, were</p> <p>21 there any liabilities that you're aware of</p> <p>22 that existed as of the end of 2021 other than</p> <p>23 the ones that are described here?</p> <p>24 Any non-contingent liabilities.</p> <p>25 How about that?</p>	<p style="text-align: right;">Page 76</p> <p>1 G. ROBINSON</p> <p>2 they had a claim, as of the date of</p> <p>3 commencement? Did they have any such</p> <p>4 creditors?</p> <p>5 MR. McDONALD: Objection to form.</p> <p>6 A. Yes.</p> <p>7 Q. Okay. Do you recall how many</p> <p>8 creditors they had that fell into that very</p> <p>9 specific category of non-contingent claims?</p> <p>10 MR. McDONALD: Objection to form.</p> <p>11 A. I struggle for the exact number,</p> <p>12 but you are looking, I would say, at ten, 12.</p> <p>13 Ten to 12, maybe.</p> <p>14 Q. Okay. So to the best of your</p> <p>15 recollection, on the date of commencement</p> <p>16 Ascentra Holdings, Inc. had approximately ten</p> <p>17 to 12 creditors who held undisputed claims, is</p> <p>18 that fair?</p> <p>19 A. Exactly the day of appointment you</p> <p>20 don't know if they're going to be -- if they</p> <p>21 may be still disputed until you've reviewed.</p> <p>22 So ...</p> <p>23 Q. So when you referred to the ten or</p> <p>24 12, were those ten or 12 disputed claims,</p> <p>25 undisputed claims or a mix?</p>

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2 A. We were provided with that list

3 when we got appointed, and then we reviewed

4 and analyzed it, and if they were not

5 disputed, they would have been paid.

6 Q. Okay. And as a total group, how

7 many disputed, undisputed or contingent claims

8 existed, to the best of your knowledge, on the

9 date of commencement?

10 MR. McDONALD: Objection to form.

11 A. Again, you don't know which ones

12 are disputed when you get appointed.

13 Q. And that's why I am trying to say I

14 don't really care whether it's disputed or

15 undisputed or contingent.

16 How many claims existed, to the

17 best of your knowledge, on the commencement

18 date, irrespective of whether they were

19 contingent or disputed claims?

20 A. So on top of the ten to 12 is --

21 Q. Mm-hmm.

22 A. I would say maybe another ten.

23 Q. Okay. So somewhere between 20 and

24 22 claims in total, which included undisputed

25 claims, disputed claims and contingent claims.

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2 Is that fair?

3 MR. McDONALD: Objection to form.

4 A. I would say okay, yes.

5 Q. Do you know the aggregate value of

6 those claims?

7 MR. McDONALD: Objection to form.

8 A. Which -- do you want to break it

9 down?

10 Q. Sure.

11 A. Are you asking for the full amount?

12 Q. Let's start with the full amount.

13 MR. MORRIS: Withdrawn. Let me ask

14 a different question.

15 Q. As of the commencement date, what

16 did Ascentra's books and records show as their

17 obligations owing to creditors?

18 MR. McDONALD: Objection to form.

19 A. I think from memory it was over

20 20 million U.S. dollars. That is for

21 creditors and other potential creditors.

22 Q. Right. And was there any creditor,

23 to the best of your recollection, who held a

24 claim, whether it was disputed or not, that

25 was more than a million dollars?

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2 MR. MORRIS: Withdrawn.

3 Q. What was the biggest claim?

4 MR. McDONALD: Objection to form.

5 A. If you exclude the monies that are

6 due to the members on the commissions, the

7 biggest creditor claim was -- for a service

8 provider was approximately 3.9 million.

9 Q. Do you know whether under the

10 Cayman Companies Act a solvent entity

11 liquidating under court supervision is

12 required to pay creditors within 12 months?

13 MR. McDONALD: Objection to form.

14 A. Sorry, say again.

15 Q. Do you know whether under the

16 Cayman Companies Act a solvent entity

17 operating under court supervision is required

18 to pay its debts within 12 months?

19 MR. McDONALD: Objection to form.

20 Q. You can answer.

21 A. Under court supervision, no.

22 Q. Is that a rule that applies outside

23 of court?

24 MR. McDONALD: Objection to form.

25 A. For a voluntary liquidation --

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2 well, a director, if he signs a declaration of

3 solvency, he's swearing in the declaration

4 that all the debts of the company will be paid

5 off in full within 12 months.

6 Q. That's what I am asking.

7 Did that happen in this case?

8 A. No.

9 Q. So which debts were not paid in

10 full within 12 months?

11 MR. McDONALD: Objection to form.

12 A. Within 12 -- in the first 12

13 months?

14 Q. Mm-hmm.

15 A. I don't know from memory. As I

16 said, there's no requirement for debts to be

17 paid, all creditors to be paid in 12 months.

18 Like I said before, and I'll repeat

19 again, we've been dealing with creditors for

20 the full -- through the whole liquidation

21 process, and some have been paid, some have

22 been agreed and paid, and we have probably

23 some creditors that we have not verified and

24 paid.

25 Q. Has Ascentra paid all creditors in

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2 full who hold undisputed claims?
3 MR. McDONALD: Objection to form.
4 A. Yes.
5 Q. And is the only reason the
6 remaining creditors haven't been paid in full
7 is because there's a dispute as to either the
8 validity or the amount of their claim?
9 MR. McDONALD: Objection to form.
10 A. Yes, the verification -- I would
11 say that the verification -- sorry. The
12 verification of the process of agreeing the
13 claims is still ongoing.
14 Q. How many claims are subject to
15 dispute today?
16 A. Seven.
17 Q. Are those seven claims held by
18 seven different people and entities, or does
19 one or more entity own one or more of those
20 disputed claims?
21 MR. McDONALD: John, just to
22 interject. There are reports filed with
23 the Cayman court, and we're kind of
24 cutting close to a line here.
25 To the extent generally you can

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1 G. ROBINSON
2 answer.
3 But the court has sealed these
4 reports, and they remain subject to
5 court seal. So I'm just trying to keep
6 that in mind here so that the witness
7 isn't divulging information that is
8 currently subject to a court order under
9 seal.
10 MR. MORRIS: Okay. I appreciate
11 that --
12 MR. McDONALD: In generality, yes.
13 MR. MORRIS: I have no knowledge of
14 any of that. And you'll instruct him
15 not to answer if you think it's your
16 responsibility to do that.
17 MR. McDONALD: Right. I just
18 wanted to make you aware of that, and
19 that may be an objection or a direction
20 at some point.
21 MR. MORRIS: Okay.
22 MR. McDONALD: Okay?
23 MR. MORRIS: Can we have the
24 question read back, please?
25 (Requested portion of the record

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1 G. ROBINSON
2 read back.)
3 A. Seven separate entities.
4 Q. Okay. So is it fair to say that
5 Ascentra Holdings, Inc. has paid all creditors
6 in full except for the seven entities who hold
7 one disputed claim each?
8 MR. McDONALD: Objection to form.
9 A. Yes.
10 DIR Q. Does the Ascentra Holdings estate
11 have sufficient assets to pay those disputed
12 claims in full if the holders of those claims
13 prevail on their position that their claims
14 are valid?
15 MR. McDONALD: We're getting into
16 the -- that line, and I'm going to
17 object and direct the witness not to
18 answer.
19 MR. MORRIS: I just want to be
20 really clear. I'm just asking for a
21 yes-or-no answer here.
22 DIR Q. Does the state -- does the estate
23 have the sufficient assets to satisfy those
24 contingent claims if they are ultimately
25 deemed to be valid in the amounts that the

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1 G. ROBINSON
2 claim-holders contend?
3 MR. McDONALD: Again I'm going to
4 object and direct the witness not to
5 answer.
6 Q. Are you going to follow counsel's
7 advice?
8 A. Yes.
9 Q. Okay.
10 MR. McDONALD: And, again, the
11 basis of that is that it's requesting
12 information that is currently under seal
13 with the Cayman court by court order.
14 REQ MR. MORRIS: I would request a copy
15 of that court order in due course.
16 BY MR. MORRIS:
17 DIR Q. Can you tell me the aggregate value
18 of the claims that are being asserted against
19 the Ascentra Holdings, Inc. entity by the
20 seven claim-holders?
21 MR. McDONALD: Again I am going to
22 object and direct the witness not to
23 answer.
24 MR. MORRIS: And is that also
25 because there's a court order that would

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<p style="text-align: right;">Page 85</p> <p>1 G. ROBINSON</p> <p>2 preclude him from answering?</p> <p>3 MR. McDONALD: There's a court</p> <p>4 order that has sealed that information</p> <p>5 that is contained in a report, yes. It</p> <p>6 would be requiring him to divulge</p> <p>7 information that is currently under</p> <p>8 seal. And we will happily send you that</p> <p>9 order.</p> <p>10 MR. MORRIS: Okay.</p> <p>11 BY MR. MORRIS:</p> <p>12 DIR Q. Can you identify for me the holders</p> <p>13 of the seven disputed claims?</p> <p>14 MR. McDONALD: Objection.</p> <p>15 I direct the witness not to answer.</p> <p>16 Q. Are you going to follow counsel's</p> <p>17 advice?</p> <p>18 A. Yes.</p> <p>19 Q. Can you tell me the value of any of</p> <p>20 the disputed claims?</p> <p>21 MR. McDONALD: I think that's been</p> <p>22 answered already.</p> <p>23 MR. MORRIS: If you are objecting</p> <p>24 as asked and answered, that's fine. I</p> <p>25 don't believe it was. So I'll ask for</p>	<p style="text-align: right;">Page 87</p> <p>1 G. ROBINSON</p> <p>2 reports, and that court report is sealed.</p> <p>3 Q. So I want to be really clear what I</p> <p>4 am asking here.</p> <p>5 Do you understand what a reserve</p> <p>6 is?</p> <p>7 A. In what way?</p> <p>8 Q. Has Ascentra Holdings, Inc. set</p> <p>9 money aside for the specific purpose of</p> <p>10 satisfying these disputed claims at some point</p> <p>11 in the future? Just yes or no.</p> <p>12 A. I'm going to refer you to my last</p> <p>13 answer.</p> <p>14 Q. Are you going to refuse to answer</p> <p>15 that question?</p> <p>16 A. I can't answer that question</p> <p>17 because it's based in the reports and those</p> <p>18 reports are sealed.</p> <p>19 So I'm not refusing to answer the</p> <p>20 question.</p> <p>21 Q. You believe you have an obligation</p> <p>22 not to disclose whether or not a reserve has</p> <p>23 been established.</p> <p>24 Do I understand that correctly?</p> <p>25 A. I'm an officer of the court in the</p>
<p style="text-align: right;">Page 86</p> <p>1 G. ROBINSON</p> <p>2 an answer.</p> <p>3 A. I believe I've answered that</p> <p>4 question.</p> <p>5 Q. Okay. Can you tell me again?</p> <p>6 A. 3.9 million.</p> <p>7 Q. Oh, I -- so that's the answer to</p> <p>8 the question of the largest claim, right?</p> <p>9 That's what I understood.</p> <p>10 A. Yeah.</p> <p>11 Q. Okay. Is that a disputed claim or</p> <p>12 an undisputed claim?</p> <p>13 A. Again, we discussed this and</p> <p>14 answered it was a disputed claim.</p> <p>15 Q. So that has not been paid, is that</p> <p>16 fair?</p> <p>17 A. Yes.</p> <p>18 Q. Okay. Has Ascentra Holdings, Inc.</p> <p>19 made any reserve on account of these claims?</p> <p>20 MR. McDONALD: Objection to the</p> <p>21 form.</p> <p>22 A. I'm uncertain if I can answer that</p> <p>23 because that refers to the ongoing incoming</p> <p>24 receipts and payments of the liquidation of</p> <p>25 the estate, and that's within the court</p>	<p style="text-align: right;">Page 88</p> <p>1 G. ROBINSON</p> <p>2 Cayman Islands. My report's been filed with</p> <p>3 the court, and the court has sealed it. I'm</p> <p>4 an officer of the court. I follow what the</p> <p>5 court has done.</p> <p>6 Q. Okay. I just wanted to make sure.</p> <p>7 Certain persons and entities have</p> <p>8 made claims in the liquidation by way of proof</p> <p>9 of debt, is that right?</p> <p>10 MR. McDONALD: Objection to form.</p> <p>11 A. Yes.</p> <p>12 Q. How many proofs of debt have been</p> <p>13 filed?</p> <p>14 MR. McDONALD: Objection to form.</p> <p>15 A. Eight, I believe.</p> <p>16 MR. MORRIS: I'll mark as the next</p> <p>17 exhibit, exhibit 5, Robinson 5, the</p> <p>18 report that was filed with the</p> <p>19 bankruptcy court in New York.</p> <p>20 (Robinson Exhibit 5, letter to the</p> <p>21 Court, dated December 29, 2023 was</p> <p>22 marked for identification.)</p> <p>23 BY MR. MORRIS:</p> <p>24 Q. You could take a quick look at it,</p> <p>25 or take as long as you need to look at it. My</p>

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1 G. ROBINSON
2 first question for you is whether you have
3 seen this before?
4 A. Yes, I've seen this document
5 before.
6 Q. Okay. And did you see it before it
7 was filed?
8 A. Yes.
9 Q. And so you were aware that it was
10 being filed on behalf of the joint official
11 liquidators in the Ascentra Chapter 15 case,
12 right?
13 A. Yes.
14 Q. Okay. If you could go to I guess
15 the last substantive page, page 4.
16 A. Okay.
17 Q. So directing your recollection to
18 the middle of the page, underneath the heading
19 "Additional Actions Undertaken By the
20 Liquidators," your counsel informed the court
21 in New York, quote, "The liquidators continue
22 to correspond with potential creditors and
23 parties who have made claims in the
24 liquidation by proof of debt."
25 Have I read that first sentence

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1 G. ROBINSON
2 correctly?
3 A. Yes.
4 Q. Okay. The phrase "potential
5 creditors," are those creditors who hold
6 contingent or disputed claims?
7 A. The two referred to here are the
8 seven I listed before, yes. Part of the
9 seven. Yes.
10 Q. Okay. So the potential creditors
11 are seven, and there's two of whom that are
12 referred to in the second sentence, is that
13 fair?
14 A. Yes.
15 Q. Okay. So if there are seven
16 potential creditors -- I think you mentioned
17 that there are eight proofs of debt that were
18 filed?
19 Do I have that right?
20 A. From memory, yes.
21 Q. And is that because one of the
22 proofs of debt was resolved?
23 A. Yes.
24 Q. And that proof of debt that was
25 resolved was paid in full, correct?

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1 G. ROBINSON
2 MR. McDONALD: Objection to form.
3 A. The proof of debt that was approved
4 by the liquidator has been paid, yes.
5 Q. In full. So again --
6 MR. McDONALD: Objection to form.
7 Q. So again, the only thing that is
8 outstanding today are the seven disputed
9 claims, is that fair?
10 MR. McDONALD: Objection to form.
11 A. In the Ascentra liquidation?
12 Q. Yes, sir.
13 A. Those seven, yes, and the members'
14 commissions that remain payable, yes.
15 Q. Are the members' commissions
16 obligations of the company or are they part of
17 the members' equity?
18 MR. McDONALD: Objection to form.
19 A. (No response.)
20 MR. MORRIS: Withdrawn.
21 Q. When you use the phrase "members'
22 commission," what are you referring to?
23 A. This -- this is the commissions
24 that are due to the -- to the members that
25 sold products on behalf of the Ascentra group.

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1 G. ROBINSON
2 Q. And are those commissions subject
3 to the proof-of-debt process?
4 A. Not at this stage.
5 Q. Why not?
6 A. No -- no -- no member has written
7 to the liquidators.
8 Q. So as of today no claim has been
9 made for the payment of a member's commission,
10 is that fair?
11 A. In the Ascentra liquidation?
12 Q. Yes, sir.
13 A. No.
14 Q. That's not fair?
15 A. Sorry. No, they have not
16 submitted ...
17 Q. Have members made claims for
18 commissions in any other liquidation that's
19 related to Ascentra Holdings, Inc.?
20 A. No.
21 Q. Would you have an obligation as the
22 joint official liquidator to pay the member
23 claim if you believe today that the claim was
24 valid?
25 MR. McDONALD: Objection to form.

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1 G. ROBINSON
2 A. Say the question again? Sorry.
3 Q. In your capacity as a joint
4 official liquidator, would you be duty-bound
5 to pay the commissions if you concluded that
6 they were a due and valid obligation of the
7 Ascentra Holdings, Inc. company?
8 MR. McDONALD: Objection to form.
9 A. If we've gone through the
10 verification process and we believed they were
11 due and payable, then they would be paid as
12 part of the liquidation process.
13 Q. And did you, in your capacity as
14 the joint official liquidator, undertake a
15 review of whether any membership commissions
16 were due by Ascentra Holdings, Inc.?
17 A. Yes.
18 Q. And have you concluded that no
19 membership commissions are due by Ascentra
20 Holdings, Inc.?
21 MR. McDONALD: Objection to form.
22 A. Say the question again?
23 Q. Have you concluded that Ascentra
24 Holdings, Inc. doesn't owe any membership
25 commissions?

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1 G. ROBINSON
2 A. I have not concluded that, no.
3 Q. You're still reviewing it?
4 A. The review process of the
5 commissions has not been finalized.
6 Q. Okay. But no member has made a
7 claim for commission, correct?
8 A. No member has made a claim for
9 commission in the Ascentra liquidation,
10 correct.
11 Q. Okay. Has any member made a claim
12 for commission in any other liquidation that
13 you are involved with?
14 A. No.
15 Q. Other than the seven disputed
16 claims or proofs of debt that you've
17 identified, are you aware of any other
18 contingent obligation that Ascentra Holdings,
19 Inc. has?
20 MR. McDONALD: Objection to form.
21 A. No.
22 Q. Looking down, still staying with
23 the same report --
24 A. Okay.
25 Q. -- towards the end it says, quote,

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1 G. ROBINSON
2 "The liquidators also received three
3 additional proofs of debt from Mr. Sanders on
4 November 10, 2023, which have not been
5 adjudicated yet."
6 Have I read that correctly?
7 A. You have.
8 Q. And are those three proofs of debt
9 among the eight that you identified earlier?
10 A. Yes.
11 Q. Okay. Does Mr. Sanders have any
12 other proofs of debt -- withdrawn.
13 Have any proofs of debt been filed
14 on Mr. Sanders' behalf other than those three?
15 A. No.
16 Q. And are those three proofs of debt,
17 are they filed on behalf of different entities
18 that are either owned or controlled by
19 Mr. Sanders, to the best of your knowledge?
20 A. Yes.
21 Q. So that among -- when you said
22 earlier that there were seven different
23 claim-holders or potential claim-holders,
24 three of them were affiliated with
25 Mr. Sanders, right?

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1 G. ROBINSON
2 A. Yes.
3 Q. Okay. Of the other four, is there
4 any affiliation between the holders of those
5 potential claims?
6 A. No.
7 Q. So you've got Mr. Sanders plus four
8 other folks who collectively hold seven
9 disputed claims, correct?
10 A. Yes.
11 Q. Okay. Can you describe for me the
12 nature of the three proofs of debt that were
13 filed on behalf of Mr. Sanders?
14 MR. McDONALD: Objection to form.
15 To the extent you can disclose
16 that.
17 A. No, we probably -- I probably
18 discussed the proof of debts with my Cayman
19 counsel, so I would say those discussions are
20 privileged.
21 Q. But you've discussed it with
22 somebody representing Mr. Sanders, right?
23 A. My attorneys have spoken to
24 Mr. Sanders' attorneys.
25 Q. Okay. So focussing on those

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1 G. ROBINSON
2 discussions, do you know what the nature of
3 Mr. Sanders' claim is?
4 Have you read the proofs of debt
5 that were filed on behalf of Mr. Sanders?
6 A. Yes.
7 Q. Do you have an understanding as to
8 the nature of the claim?
9 A. He claims he's owed money.
10 Q. Does he state why he believes he's
11 owed money?
12 A. He does.
13 DIR Q. Does he cite to any contract that
14 he believes he's entitled to recover damages
15 for, for breach?
16 MR. McDONALD: I'm going to object.
17 Those proofs of debt are still
18 confidential and the nature of those
19 claims and the nature of the
20 disagreement over those claims and the
21 negotiation of those claims are sealed
22 under -- as part of the report to the
23 court.
24 MR. MORRIS: So you're not going to
25 let him tell me if there's a contract

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1 G. ROBINSON
2 claim or a tort claim?
3 MR. McDONALD: No.
4 Q. Do you dispute Mr. Sanders' claims?
5 A. The verification process is still
6 ongoing. So ...
7 Q. You haven't agreed to pay the
8 claims, is that fair?
9 A. The verification process is still
10 ongoing.
11 Q. Do you dispute the validity of the
12 claims or the amount of the claims?
13 A. The verification process is still
14 ongoing.
15 Q. Can you describe for me what the
16 verification process is?
17 A. We review the proof of debts and
18 make an assessment on whether it's valid or
19 invalid.
20 Q. And when did he file the proofs of
21 debt?
22 MR. McDONALD: Objection to form.
23 A. I believe we received them in early
24 November 2023.
25 Q. And are the proofs of debt filed

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1 G. ROBINSON
2 with the court, or are they just given to you
3 in your capacity as the joint official
4 liquidator?
5 A. Just to me.
6 Q. Okay. So these are documents that
7 have not been filed with the court, correct?
8 A. There's no requirement to file
9 proof of debts separately into the Cayman
10 court.
11 Q. I appreciate that there's no
12 requirement. I'm just asking you if it
13 happened.
14 To the best of your knowledge, were
15 Mr. Sanders' proofs of debt filed with the
16 Cayman court?
17 A. No.
18 Q. Okay. Can you share with me
19 anything about the nature of the claims that
20 were delivered to you but not filed with the
21 Cayman court?
22 A. Say that question again? Sorry.
23 Q. Can you tell me the amount of any
24 of the three claims that were given to you but
25 not filed with the court?

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1 G. ROBINSON
2 MR. McDONALD: Again, that
3 information is subject to the seal
4 order.
5 MR. MORRIS: But it wasn't filed
6 with the court, right?
7 MR. McDONALD: The report
8 discussing the claims has been filed
9 with the court. The claims have been
10 received by the liquidator.
11 MR. MORRIS: And that's all I'm
12 asking about, is the claims -- I don't
13 care about any report filed with the
14 court.
15 So let me ask the question again.
16 MR. McDONALD: So --
17 MR. MORRIS: Let me ask the
18 question again.
19 MR. McDONALD: Okay.
20 DIR Q. The claims that were given to you
21 but not filed with the Court, can you tell me
22 what the amount of those claims are?
23 MR. McDONALD: I object.
24 Direct the witness not to answer.
25 The inspection of those proofs of

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1 G. ROBINSON
2 debt are limited to creditors and
3 contributories and are to be kept
4 confidential. The discussion of those
5 are contained in a report that is filed
6 with the court and is subject to seal.
7 MR. MORRIS: Just help me
8 understand, Hugh. Is there an order
9 that was entered in this case that
10 you're relying upon, or is it a Cayman
11 Islands law?
12 MR. McDONALD: It's a combination
13 of both. There is, within the Cayman
14 Islands, the Companies Act, as well as
15 in the rules, a restriction on who can
16 inspect proofs of debt, and the
17 discussion of those proofs of debt are
18 contained in a report that are subject
19 to a court order sealing them.
20 And so --
21 MR. MORRIS: Okay. To be clear I'm
22 not asking about that report.
23 MR. McDONALD: I understand that.
24 But the contents of those proofs of debt
25 are discussed in a report that is

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1 G. ROBINSON
2 subject to a seal.
3 MR. MORRIS: Okay. And you guys
4 will follow up with the identity of the
5 order that you're relying on and the
6 law, right?
7 MR. McDONALD: Mm-hmm.
8 MR. MORRIS: Okay.
9 BY MR. MORRIS:
10 Q. Is there a deadline for the filing
11 of proofs of debt in this case, in the Cayman
12 Islands?
13 A. No.
14 Q. Based on your review of the
15 records, do you have any reason to believe --
16 withdrawn.
17 Based on your work as a joint
18 official liquidator, do you have any
19 expectation that any additional proofs of debt
20 are likely to be filed?
21 MR. McDONALD: Objection to form.
22 A. Specifically to the Ascentra --
23 Q. Yes.
24 A. -- liquidation?
25 I'm hopeful there's no other proof

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1 G. ROBINSON
2 of debts, yes.
3 Q. Okay. And do you have any
4 reason -- do you have any expectation that
5 they will be filed? Is it more than a hope?
6 But based on your work, has anybody -- you
7 know, do you have any expectation --
8 MR. McDONALD: Wait for him to
9 finish.
10 Q. Okay. Do you have any reason to
11 believe that somebody's going to file further
12 proofs of debt? In the Ascentra Holdings,
13 Inc. case.
14 A. Just from experience of being a
15 joint official liquidator and being involved
16 in restructuring for 30-odd years, you expect
17 the unexpected.
18 Q. Okay. Other than that, do you have
19 any reason to expect that any additional
20 proofs of debt will be filed in the Ascentra
21 Holdings, Inc. case?
22 A. No.
23 Q. Thank you.
24 MR. MORRIS: Let's mark as the next
25 exhibit another report that was given to

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1 G. ROBINSON
2 the court in New York.
3 THE WITNESS: Can we just do a
4 five-minute toilet break?
5 MR. MORRIS: Sure, you bet.
6 THE VIDEOGRAPHER: This ends
7 unit 3. We're off the record at 11:52.
8 (Recess taken.)
9 THE VIDEOGRAPHER: This begins
10 unit 4. We're on the record at 12:03.
11 (Robinson Exhibit 6, Letter to the
12 Court dated June 30, 2023 was marked for
13 identification.)
14 BY MR. MORRIS:
15 Q. All right. Mr. Robinson, you have
16 in front of you what has been marked as
17 Robinson exhibit 6. It's another document
18 that was filed with the court.
19 Have you taken a moment to look
20 at it?
21 A. Yes.
22 Q. Okay. And you saw it before it was
23 filed, is that right?
24 A. Yes.
25 Q. Okay. Directing your attention to

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<p style="text-align: right;">Page 105</p> <p>1 G. ROBINSON</p> <p>2 the second paragraph on the first page,</p> <p>3 there's a statement in there that says, quote,</p> <p>4 "As a result of various shareholder disputes,</p> <p>5 on June 1, 2021 Ascentra was placed into</p> <p>6 voluntary liquidation in the Cayman Islands by</p> <p>7 its shareholders."</p> <p>8 Have I read that correctly?</p> <p>9 A. Yes.</p> <p>10 Q. And is that accurate, to the best</p> <p>11 of your knowledge?</p> <p>12 A. To the best of my knowledge, yes.</p> <p>13 Q. Okay. Are you aware of any reason</p> <p>14 that Ascentra was placed in voluntary</p> <p>15 liquidation other than various shareholder</p> <p>16 disputes?</p> <p>17 A. No.</p> <p>18 Q. Thank you.</p> <p>19 And if you can go to the second</p> <p>20 page on the back of the document. The end of</p> <p>21 the middle paragraph says, quote, "Further,</p> <p>22 the liquidators have corresponded with various</p> <p>23 potential creditors of Ascentra and requested</p> <p>24 proofs of debt to be submitted."</p> <p>25 Did I read that correctly?</p>	<p style="text-align: right;">Page 107</p> <p>1 G. ROBINSON</p> <p>2 got a pretty simple function, and that is to</p> <p>3 get in the assets, realize the assets, and</p> <p>4 then distribute the assets to the creditors.</p> <p>5 And one of my jobs as a joint</p> <p>6 official liquidator is to approve creditor</p> <p>7 claims, and that's in a quasi-judicial way as</p> <p>8 an officer of the court. So that's what we</p> <p>9 do.</p> <p>10 Q. So is it fair to say that you</p> <p>11 request a proof of debt if somebody comes to</p> <p>12 you and says the entity that's being</p> <p>13 liquidated owes them money, and then you say,</p> <p>14 well, send me a proof of debt and we'll figure</p> <p>15 it out?</p> <p>16 A. Yeah, there's no right or wrong way</p> <p>17 of how a proof is received or not received or</p> <p>18 how you agree a claim. But yeah, one way</p> <p>19 would be, if someone came to you and requested</p> <p>20 a claim they were owed money, you would enter</p> <p>21 correspondence and you could request they</p> <p>22 submit a formal proof of debt.</p> <p>23 Q. Okay. And this is the process that</p> <p>24 led to the seven remaining proofs of debt,</p> <p>25 correct? That are disputed.</p>
<p style="text-align: right;">Page 106</p> <p>1 G. ROBINSON</p> <p>2 A. Which paragraph is that?</p> <p>3 Q. It's the middle one that begins "In</p> <p>4 the Cayman proceeding."</p> <p>5 A. Okay.</p> <p>6 Q. So now I'm looking at the last</p> <p>7 sentence that begins "Further --</p> <p>8 A. Oh, "Further." I see it. Sorry.</p> <p>9 I see it.</p> <p>10 Q. That's okay. Are you with me now?</p> <p>11 Take a moment to read it.</p> <p>12 A. Okay, yes.</p> <p>13 Q. And so this is dated in June.</p> <p>14 Would this have been part of the process of</p> <p>15 soliciting the proofs of debt that resulted</p> <p>16 in, I guess, the ones that we talked about</p> <p>17 earlier?</p> <p>18 A. Yeah, these -- these relate to the</p> <p>19 creditors we discussed previously. Yes.</p> <p>20 Q. Okay. And under what</p> <p>21 circumstances, if you recall, did you request</p> <p>22 that proofs of debt be submitted? Like, why</p> <p>23 do you do that?</p> <p>24 MR. McDONALD: Objection to form.</p> <p>25 A. Well, the official liquidator has</p>	<p style="text-align: right;">Page 108</p> <p>1 G. ROBINSON</p> <p>2 MR. McDONALD: Objection to form.</p> <p>3 A. Yeah, creditors can come to you,</p> <p>4 and you can go to potential creditors as well.</p> <p>5 Q. Okay. How many proofs of debt did</p> <p>6 the joint official liquidators request, as</p> <p>7 opposed to how many proofs -- let's just start</p> <p>8 with there.</p> <p>9 How many did you request be filed?</p> <p>10 A. How many proof of debts did the</p> <p>11 joint official liquidators of Ascentra request</p> <p>12 from potential creditors?</p> <p>13 Q. Mm-hmm.</p> <p>14 A. I don't know the exact number from</p> <p>15 memory. Out of the eight that we received,</p> <p>16 from memory I would say we requested six.</p> <p>17 Q. And would they include Mr. Sanders'</p> <p>18 three?</p> <p>19 A. Yes.</p> <p>20 Q. Why did you request Mr. Sanders to</p> <p>21 file proofs of debt?</p> <p>22 A. I don't -- SPGK and the defendants,</p> <p>23 all the defendants are not an admitted</p> <p>24 creditor in the liquidation, and you are not</p> <p>25 entitled to that information.</p>

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<p style="text-align: right;">Page 109</p> <p>1 G. ROBINSON</p> <p>2 THE COURT REPORTER: Can you just</p> <p>3 repeat that? All of defendants are</p> <p>4 not ...</p> <p>5 A. An admitted creditor in the</p> <p>6 liquidation under Cayman law.</p> <p>7 Q. So you believe you have a duty not</p> <p>8 to tell me the answer to the question because</p> <p>9 in your view SPGK is not entitled to receive</p> <p>10 it under Cayman law, is that right?</p> <p>11 A. Say that again? Sorry.</p> <p>12 Q. I just want to make sure that I</p> <p>13 understand. I don't mean to be contentious at</p> <p>14 all.</p> <p>15 You're refusing to answer my</p> <p>16 question because SPGK is not a creditor in the</p> <p>17 Ascentra Holdings, Inc. bankruptcy, is that</p> <p>18 right?</p> <p>19 A. I wouldn't -- I'm not refusing to</p> <p>20 answer your question. I can't answer your</p> <p>21 question.</p> <p>22 Q. Okay. That's --</p> <p>23 A. That's a big difference.</p> <p>24 Q. Well, you're refusing because you</p> <p>25 believe you have an obligation not to disclose</p>	<p style="text-align: right;">Page 111</p> <p>1 G. ROBINSON</p> <p>2 matters that we're talking about.</p> <p>3 Is that fair?</p> <p>4 A. Yeah. You're not an admitted</p> <p>5 creditor.</p> <p>6 Q. Okay. Let's start with what's an</p> <p>7 admitted creditor?</p> <p>8 A. A creditor that the claim has been</p> <p>9 admitted by the joint official liquidators.</p> <p>10 Q. Meaning that it's no longer</p> <p>11 disputed?</p> <p>12 A. Yes. It's admitted.</p> <p>13 Q. So Mr. Sanders is not an admitted</p> <p>14 creditor, is that right?</p> <p>15 A. Correct.</p> <p>16 MR. McDONALD: Objection to form.</p> <p>17 Q. So I appreciate what you're saying,</p> <p>18 and now I am going to ask you a different</p> <p>19 question.</p> <p>20 Even though they don't have the</p> <p>21 right to the information, is there any legal</p> <p>22 prohibition, to the best of your knowledge,</p> <p>23 that would prohibit you from disclosing it?</p> <p>24 A. Just say the question again?</p> <p>25 Sorry.</p>
<p style="text-align: right;">Page 110</p> <p>1 G. ROBINSON</p> <p>2 it. Is that fair?</p> <p>3 A. Under Cayman law -- you are not an</p> <p>4 admitted creditor, and you're not entitled to</p> <p>5 that information under Cayman law.</p> <p>6 Q. Okay. So let me just ask you, as</p> <p>7 an experienced insolvency practitioner in the</p> <p>8 Cayman Islands and one licensed to serve as a</p> <p>9 liquidator, do you have any ability to share</p> <p>10 this information -- withdrawn.</p> <p>11 I understand your position that</p> <p>12 SPGK has no right to the information. My</p> <p>13 question for you: Is there anything that</p> <p>14 prohibits you from disclosing the information?</p> <p>15 MR. McDONALD: Objection to form.</p> <p>16 A. I think I'll just refer you to my</p> <p>17 previous answer.</p> <p>18 Q. And I'm trying to parse that</p> <p>19 through.</p> <p>20 I understand that you believe that</p> <p>21 under Cayman law -- and I don't mean to be</p> <p>22 contentious --</p> <p>23 A. That's okay.</p> <p>24 Q. -- that under Cayman law SPGK has</p> <p>25 no right to know anything about the subject</p>	<p style="text-align: right;">Page 112</p> <p>1 G. ROBINSON</p> <p>2 Q. Is there any legal impediment, you</p> <p>3 know, is there any legal prohibition that</p> <p>4 prevents you from disclosing the information,</p> <p>5 or it's just that SPGK has no right to</p> <p>6 receive it?</p> <p>7 A. SPGK has no right to receive it.</p> <p>8 Q. I understand. But is there any --</p> <p>9 do you have a legal duty not to disclose it,</p> <p>10 or is it just that they have no right to</p> <p>11 receive it?</p> <p>12 Do you understand the distinction</p> <p>13 that I'm making?</p> <p>14 MR. McDONALD: Yeah, I'm going to</p> <p>15 object. I think as I discussed earlier,</p> <p>16 the information concerning the proofs of</p> <p>17 debt is contained in reports that have</p> <p>18 been filed with the court that are</p> <p>19 subject to seal.</p> <p>20 So is there a legal impediment?</p> <p>21 Yes. He's an officer of the court, and</p> <p>22 he's bound by the orders of the court.</p> <p>23 MR. MORRIS: So is there any</p> <p>24 information at all that you are willing</p> <p>25 to let him testify to other than the</p>

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<p style="text-align: right;">Page 113</p> <p>1 G. ROBINSON</p> <p>2 number of outstanding disputed claims?</p> <p>3 MR. McDONALD: As to the nature and</p> <p>4 identity and basis for the claims and</p> <p>5 the nature of any disputes over the</p> <p>6 claims? No. He's not going to be able</p> <p>7 to testify.</p> <p>8 MR. MORRIS: And is that because</p> <p>9 the information was filed with the</p> <p>10 court, or is there something else that</p> <p>11 prohibits it?</p> <p>12 MR. McDONALD: It's a combination</p> <p>13 of the statute rules and orders of the</p> <p>14 court that prohibit him from disclosing</p> <p>15 that information.</p> <p>16 MR. MORRIS: Okay.</p> <p>17 Q. Okay. We're going to go to topic 5</p> <p>18 on the 30(b)(6) list, which was exhibit 1, and</p> <p>19 that relates to applications for sanction.</p> <p>20 Can you tell me what an application</p> <p>21 for sanction is, in the context of a Cayman</p> <p>22 Islands liquidation proceeding?</p> <p>23 A. Well, so to answer your question</p> <p>24 for me as a joint official liquidator,</p> <p>25 basically our powers are split between powers</p>	<p style="text-align: right;">Page 115</p> <p>1 G. ROBINSON</p> <p>2 Inc. proceedings in the Cayman Islands?</p> <p>3 MR. McDONALD: Objection to form.</p> <p>4 A. No creditor or potential creditor</p> <p>5 has applied for sanction, yes.</p> <p>6 Q. Okay. Is it your understanding as</p> <p>7 a licensed insolvency practitioner that</p> <p>8 creditors and potential creditors of an</p> <p>9 insolvent company or a company of doubtful</p> <p>10 insolvency have the ability to apply for</p> <p>11 sanction?</p> <p>12 MR. McDONALD: Objection. That's</p> <p>13 calling for a legal conclusion.</p> <p>14 Q. Okay. Subject to that objection</p> <p>15 you can answer.</p> <p>16 A. Just repeat the question for me,</p> <p>17 please?</p> <p>18 Q. Sure. As a licensed insolvency</p> <p>19 practitioner in the Cayman Islands, do</p> <p>20 creditors or potential creditors of insolvent</p> <p>21 companies or companies of doubtful insolvency,</p> <p>22 do they have a right to apply for sanction?</p> <p>23 MR. McDONALD: Objection; calls for</p> <p>24 a legal conclusion.</p> <p>25 Q. You can answer.</p>
<p style="text-align: right;">Page 114</p> <p>1 G. ROBINSON</p> <p>2 that we need the court sanction for and powers</p> <p>3 that we don't need sanction for.</p> <p>4 So ultimately we -- if there are</p> <p>5 certain things that we need to do as part of</p> <p>6 the liquidation process, then we would, with</p> <p>7 our counsel, we would make applications to the</p> <p>8 courts.</p> <p>9 Q. So there are certain things that</p> <p>10 you may want to do that you need court</p> <p>11 permission for, is that fair?</p> <p>12 A. Yes.</p> <p>13 Q. Okay. Do creditors and the</p> <p>14 liquidation of a solvent entity have any</p> <p>15 ability to apply for sanction?</p> <p>16 A. They have no ability to apply for</p> <p>17 sanction.</p> <p>18 Q. Okay. And so then is it fair to</p> <p>19 say that no creditor or potential creditor of</p> <p>20 Ascentra Holdings, Inc. has ever applied for</p> <p>21 sanction in that case?</p> <p>22 A. Sorry. Just say that again?</p> <p>23 Q. Is it fair to say then that no</p> <p>24 creditor or potential creditor has applied</p> <p>25 for sanction of the Ascentra Holdings,</p>	<p style="text-align: right;">Page 116</p> <p>1 G. ROBINSON</p> <p>2 A. Yes.</p> <p>3 Q. Okay. Do you know whether any</p> <p>4 potential creditor -- withdrawn.</p> <p>5 Do you know whether any creditor or</p> <p>6 potential creditor -- withdrawn.</p> <p>7 Is the Ascentra Holdings, Inc. case</p> <p>8 pending before a particular bankruptcy --</p> <p>9 withdrawn.</p> <p>10 Is the Ascentra Holdings, Inc. case</p> <p>11 pending before a particular judge in the</p> <p>12 Cayman Islands?</p> <p>13 A. Yes.</p> <p>14 Q. And what's the name of the judge?</p> <p>15 A. Doyle.</p> <p>16 Q. Doyle. Can I refer to him as Judge</p> <p>17 Doyle, or is it Justice Doyle?</p> <p>18 MR. COWAN: Mr. Justice Doyle.</p> <p>19 MR. MORRIS: Mr. Justice Doyle.</p> <p>20 Q. To the best of your knowledge,</p> <p>21 since the case was commenced has any creditor</p> <p>22 or potential creditor appeared before</p> <p>23 Mr. Justice Doyle?</p> <p>24 A. In the Ascentra liquidation?</p> <p>25 Q. Yes.</p>

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<p>1 G. ROBINSON</p> <p>2 A. Yes.</p> <p>3 Q. Okay. Can you identify the</p> <p>4 creditor or potential creditor who appeared</p> <p>5 before Mr. Justice Doyle in the Ascentra</p> <p>6 bankruptcy case?</p> <p>7 A. Your defendants.</p> <p>8 Q. Okay. Is there any other creditor</p> <p>9 or potential creditor -- withdrawn.</p> <p>10 When you refer to my defendants</p> <p>11 you're referring to my clients who are the</p> <p>12 defendants in the complaint that was filed on</p> <p>13 your behalf in the Cayman Islands, is that</p> <p>14 right?</p> <p>15 A. That's the party that I'm</p> <p>16 referring to, if you said they have been in</p> <p>17 front -- they have appeared in the sanction,</p> <p>18 then yes.</p> <p>19 Q. Other than my clients, is there any</p> <p>20 other creditor or potential creditor who has</p> <p>21 ever appeared before Mr. Justice Doyle in the</p> <p>22 Ascentra Holdings, Inc. liquidation case?</p> <p>23 A. No.</p> <p>24 Q. Do you have access to the documents</p> <p>25 that are filed with the court in the Cayman</p>	<p>1 G. ROBINSON</p> <p>2 A. So have they appeared in something</p> <p>3 else?</p> <p>4 Q. Correct.</p> <p>5 A. Yes.</p> <p>6 Q. Do you have an understanding of</p> <p>7 what -- in what capacity they appeared before</p> <p>8 Mr. Justice Doyle other than as a defendant in</p> <p>9 that lawsuit?</p> <p>10 A. Say that again? Sorry.</p> <p>11 Q. It's okay. My clients have the</p> <p>12 information.</p> <p>13 MR. MORRIS: Let's move along.</p> <p>14 We've got -- the next document is</p> <p>15 what? ??</p> <p>16 THE COURT REPORTER: Yes.</p> <p>17 MR. MORRIS: It's going to be the</p> <p>18 foreign representatives' objection to</p> <p>19 the motion to terminate the restraint.</p> <p>20 THE WITNESS: Okay.</p> <p>21 (Robinson Exhibit 7, Foreign</p> <p>22 Representatives' Objection to Motion of</p> <p>23 SPGK to Terminate Restraint was marked</p> <p>24 for identification.)</p> <p>25 MR. McDONALD: I'm sorry, this was</p>
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<p>1 G. ROBINSON</p> <p>2 Islands?</p> <p>3 A. Only through my Cayman attorneys.</p> <p>4 Q. And is it one of your</p> <p>5 responsibilities to be at least generally</p> <p>6 familiar with the documents that are filed in</p> <p>7 the Cayman court in connection with the</p> <p>8 Ascentra Holdings, Inc. bankruptcy?</p> <p>9 A. Yes.</p> <p>10 Q. Okay. And in carrying out that</p> <p>11 responsibility, are you aware of any</p> <p>12 document that was filed in the Ascentra</p> <p>13 Holdings, Inc. liquidation case by a creditor</p> <p>14 or potential creditor other than my clients?</p> <p>15 A. No.</p> <p>16 Q. Thank you. Have my clients</p> <p>17 appeared in the Cayman case of Ascentra</p> <p>18 Holdings, Inc. in any capacity other than as</p> <p>19 defendants in the lawsuit that was commenced</p> <p>20 against them?</p> <p>21 MR. McDONALD: Objection to form.</p> <p>22 A. When you say "the lawsuit," are</p> <p>23 you referring to the one that we filed on the</p> <p>24 11th of October 2023?</p> <p>25 Q. Yes, sir.</p>	<p>1 G. ROBINSON</p> <p>2 7 you said?</p> <p>3 MR. MORRIS: Yes.</p> <p>4 THE COURT REPORTER: Yes.</p> <p>5 BY MR. MORRIS:</p> <p>6 Q. I'll just mark it to identify it,</p> <p>7 but I don't know that I am going to ask you</p> <p>8 any questions in hindsight.</p> <p>9 Is this the objection that was</p> <p>10 filed on your behalf in New York with respect</p> <p>11 to SPGK's motion to terminate the restraint on</p> <p>12 the Planet Payment funds?</p> <p>13 (The witness reviews document.)</p> <p>14 A. Yes.</p> <p>15 Q. Okay. And if you turn to just</p> <p>16 page 27, I guess I'll ask one question.</p> <p>17 A. Twenty-seven. Okay.</p> <p>18 Q. In the middle of the page, under</p> <p>19 "Likelihood of Success on the Merits," you'll</p> <p>20 see there's a statement, "Second," quote, "as</p> <p>21 to the liquidators' claim to the Planet</p> <p>22 Payment Funds as set forth in detail above,</p> <p>23 the contractual and equitable bases remain and</p> <p>24 indeed are stronger following Mr. Yoshida's</p> <p>25 deposition."</p>

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1 G. ROBINSON
2 Do you see that?
3 A. Where does it start?
4 Q. The word "Second" begins at the end
5 of about the fifth line down.
6 A. Yes.
7 Q. So I'm just focused on that
8 particular sentence.
9 A. Okay.
10 Q. And do you understand that SPGK has
11 asked the bankruptcy court in New York to lift
12 the restriction on the funds that originated
13 at Planet Payment?
14 A. Yes.
15 Q. And do you understand that your
16 counsel on your behalf has opposed that motion
17 saying that they have a legal and equitable
18 right to the Planet Payment money?
19 A. Yes.
20 Q. Okay. And do you understand that
21 topics 6 through 9 of the 30(b)(6) topics are
22 intended to cover the documents and facts
23 concerning your position as to the legal and
24 equitable bases to the claim to the money?
25 A. I've read paragraph 6 to 9.

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1 G. ROBINSON
2 Q. Okay.
3 MR. MORRIS: Let's now mark as the
4 next exhibit, which I guess is 9 --
5 THE COURT REPORTER: 8.
6 MR. McDONALD: 8.
7 MR. MORRIS: 8. Thank you.
8 -- a report to the Court dated
9 October 11.
10 (Robinson Exhibit 8, Letter to the
11 Court dated October 11, 2023 was marked
12 for identification.)
13 BY MR. MORRIS:
14 Q. Were you aware that this letter was
15 sent to the court in New York in October 2023?
16 A. Yes.
17 Q. Okay. And so did you authorize
18 your counsel to give the judge in New York a
19 copy of the pleading, the amended pleading
20 that was filed in the Cayman Islands?
21 A. Yes.
22 DIR Q. And was the purpose of providing
23 that to the Court so that the Court would see
24 the contractual and equitable claims that the
25 Ascentra Holdings, Inc. company was asserting

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1 G. ROBINSON
2 against the Planet Payment money?
3 MR. McDONALD: Objection.
4 Q. You can answer.
5 MR. McDONALD: It calls for the
6 disclosure of attorney-client
7 communication.
8 MR. MORRIS: I'm not asking for
9 anything about any communication. I'm
10 asking for --
11 MR. McDONALD: You're asking why.
12 That was done in consultation with
13 counsel.
14 MR. MORRIS: Are you directing him
15 not to answer?
16 MR. McDONALD: I am directing him
17 not to answer.
18 MR. MORRIS: So if he was in front
19 of the judge today and the judge said,
20 "Why did you send me this," you would
21 say, "I can't tell you"?
22 You would direct him not to answer
23 because --
24 MR. McDONALD: It's an obligation
25 of a foreign representative to apprise

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1 G. ROBINSON
2 the court of any developments in the
3 foreign jurisdiction, and we have done
4 so. That is set forth in Chapter 15.
5 Q. Is it your understanding that the
6 complaint sets forth contractual and equitable
7 bases for Ascentra Holdings, Inc. claim to the
8 Planet Payment money?
9 MR. McDONALD: Objection to form.
10 A. Say the question again, please?
11 Q. Is it your understanding that the
12 complaint that was filed in the Cayman Islands
13 sets forth the contractual and equitable bases
14 for Ascentra Holdings, Inc.'s claim to the
15 Planet Payment funds?
16 A. The facts and documents that
17 support our claim are set out in this amended
18 complaint.
19 DIR Q. Okay. I just have a few questions
20 about that. If we can go to paragraph 37.
21 Paragraph 37 identifies three
22 specific agreements.
23 Do I have that right?
24 MR. McDONALD: I am going to object
25 and direct the witness not to answer.

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1 G. ROBINSON
2 We're not taking a deposition in the
3 Cayman proceeding here. Your client has
4 answered, asserted defenses and a
5 counterclaim. We have responded. The
6 matter is taking place in the Cayman
7 Islands.
8 MR. MORRIS: We don't need the
9 speech. We understand it. You could
10 just direct him not to answer on the
11 account -- on account that there's a
12 pending proceeding.
13 MR. McDONALD: I'm directing him
14 not to answer on account there's a
15 pending proceeding.
16 MR. MORRIS: Okay. But I am going
17 to ask my questions anyway, and we'll
18 make the record. Is that fair?
19 MR. McDONALD: That's fine.
20 MR. MORRIS: Okay.
21 DIR Q. Does paragraph 37 set forth --
22 identify three particular documents that were
23 executed by SPGK Cayman?
24 MR. McDONALD: The same
25 instruction.

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1 G. ROBINSON
2 Q. Are you going to follow counsel's
3 advice?
4 A. Yes.
5 DIR Q. Okay. Are these documents relevant
6 to Ascentra Holdings, Inc.'s claim to the
7 Planet Payment funds?
8 MR. McDONALD: Objection. The same
9 direction.
10 Q. Are you going to follow counsel's
11 advice?
12 A. Yes.
13 DIR Q. Have you personally reviewed these
14 three documents?
15 MR. McDONALD: Objection. The same
16 direction.
17 Q. Are you going to follow counsel's
18 advice?
19 A. Yes.
20 DIR Q. Do you know why these three
21 documents are cited in this complaint?
22 MR. McDONALD: The same objection.
23 The same direction.
24 Q. Are you going to follow counsel's
25 advice?

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1 G. ROBINSON
2 A. Yes.
3 DIR Q. Do you know whether the legal
4 and equitable bases for Ascentra Holdings,
5 Inc. claim to the Planet Payment funds are set
6 forth anywhere other than this document and
7 exhibit 7?
8 MR. McDONALD: The same objection.
9 The same direction.
10 MR. MORRIS: So we can't even find
11 out if there's another place to look?
12 MR. McDONALD: As I said, your
13 client has submitted defenses. We have
14 responded to those. There will be a
15 hearing in the Caymans where additional
16 evidence will be adduced and presented
17 to the Court. So he's not testifying
18 about that. That's all privileged, as
19 to whether or not there will be anything
20 else forthcoming in this matter.
21 MR. MORRIS: Like I said, we'll
22 either do the preclusion order or we'll
23 do the follow-up. But I appreciate
24 that.
25 Can we take a break?

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1 G. ROBINSON
2 MR. McDONALD: Sure.
3 THE VIDEOGRAPHER: This ends
4 unit 4. We're off the record at 12:32.
5 (Recess taken.)
6 THE VIDEOGRAPHER: This begins
7 unit 5. We're on the record at 12:44.
8 BY MR. MORRIS:
9 Q. Mr. Robinson, can you grab exhibit
10 number 1, please.
11 A. Okay.
12 DIR Q. Look at topic 6.
13 Can you identify for me the
14 documents that the foreign representatives
15 contend support their assertion that they can
16 establish a likelihood of success on the
17 merits with respect to their contractual basis
18 for entitlement to the Planet Payment funds?
19 MR. McDONALD: Objection.
20 I direct the witness not to answer
21 on the basis of a pending proceeding.
22 Q. Are you going to follow counsel's
23 advice?
24 A. Yes.
25 DIR Q. Can you turn the page, please, to

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<p>1 G. ROBINSON</p> <p>2 number 7.</p> <p>3 Can you describe for me all facts</p> <p>4 that the foreign representatives contend</p> <p>5 support their assertion that they can</p> <p>6 establish a likelihood of success on the</p> <p>7 merits with respect to a contractual basis for</p> <p>8 entitlement to the Planet Payment funds?</p> <p>9 MR. McDONALD: The same objection.</p> <p>10 The same direction.</p> <p>11 Also calls for divulging</p> <p>12 attorney-client communications.</p> <p>13 Q. You are going to follow counsel's</p> <p>14 advice?</p> <p>15 A. Yes.</p> <p>16 MR. MORRIS: To be clear, I'm not</p> <p>17 asking for any attorney-client</p> <p>18 privileged communications. I'm just</p> <p>19 asking for facts.</p> <p>20 MR. McDONALD: Understood.</p> <p>21 MR. MORRIS: Okay. So I want to</p> <p>22 just --</p> <p>23 MR. McDONALD: The same objection.</p> <p>24 The same direction.</p> <p>25 MR. MORRIS: Okay.</p>	<p>1 G. ROBINSON</p> <p>2 asking for documents.</p> <p>3 Q. Number 9. Can you please -- are</p> <p>4 you going to follow counsel's advice?</p> <p>5 A. Yes.</p> <p>6 DIR Q. Number 9. Can you please share</p> <p>7 with us the facts that the foreign</p> <p>8 representatives contend support their</p> <p>9 assertion that they can establish a likelihood</p> <p>10 of success on the merits with respect to an</p> <p>11 equitable basis for entitlement to the Planet</p> <p>12 Payment funds?</p> <p>13 MR. McDONALD: The same objection.</p> <p>14 The same direction.</p> <p>15 Q. Are you going to follow counsel's</p> <p>16 advice?</p> <p>17 A. Yes.</p> <p>18 DIR Q. Do you know if Ascentra Holdings,</p> <p>19 Inc. ever had a contract with Planet Payment</p> <p>20 for any purpose?</p> <p>21 MR. McDONALD: Objection; the same</p> <p>22 direction.</p> <p>23 Q. Are you going to follow counsel's</p> <p>24 advice?</p> <p>25 A. Yes.</p>
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<p>1 G. ROBINSON</p> <p>2 DIR Q. Looking at topic number 8, can you</p> <p>3 please tell me all of the documents that the</p> <p>4 foreign representatives contend support their</p> <p>5 assertion that they can establish a likelihood</p> <p>6 of success on the merits with respect to an</p> <p>7 equitable basis for entitlement to the Planet</p> <p>8 Payment funds?</p> <p>9 MR. McDONALD: The same objection.</p> <p>10 The same direction.</p> <p>11 MR. MORRIS: Does that include</p> <p>12 attorney-client privilege or just the</p> <p>13 pending-proceeding objection?</p> <p>14 MR. McDONALD: You said you're not</p> <p>15 asking for any attorney-client</p> <p>16 privileged information.</p> <p>17 MR. MORRIS: Correct.</p> <p>18 MR. McDONALD: So I'm just going</p> <p>19 with the same objection, the same</p> <p>20 direction.</p> <p>21 MR. MORRIS: Thank you.</p> <p>22 MR. McDONALD: And to the extent it</p> <p>23 does call for divulging attorney-client</p> <p>24 privilege, as I said before ...</p> <p>25 MR. MORRIS: But, again, I'm just</p>	<p>1 G. ROBINSON</p> <p>2 DIR Q. Do you know whether any subsidiary</p> <p>3 of Ascentra Holdings, Inc. ever had a contract</p> <p>4 of any kind with Planet Payment?</p> <p>5 MR. McDONALD: The same direction.</p> <p>6 The same objection. The same direction.</p> <p>7 Q. Are you going to follow counsel's</p> <p>8 advice?</p> <p>9 A. Yes.</p> <p>10 DIR Q. Does Ascentra Holdings, Inc. rely</p> <p>11 upon the cancellation agreement to support its</p> <p>12 claim to the Planet Payment funds?</p> <p>13 MR. McDONALD: The same objection.</p> <p>14 The same direction.</p> <p>15 Q. Are you going to follow counsel's</p> <p>16 advice?</p> <p>17 A. Yes.</p> <p>18 DIR Q. Do you understand what the</p> <p>19 cancellation is agreement -- withdrawn.</p> <p>20 Do you understand what the</p> <p>21 cancellation agreement is that I referred to?</p> <p>22 MR. McDONALD: The same</p> <p>23 direction -- the same objection. The</p> <p>24 same direction.</p> <p>25 MR. MORRIS: All right. I'll show</p>

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1 G. ROBINSON
2 it to him just so there's no ambiguity.
3 Let's mark as the next exhibit --
4 What is it, number 9?
5 THE COURT REPORTER: Yes, sir.
6 MR. MORRIS: -- the cancellation
7 agreement.
8 (Robinson Exhibit 9, Exhibit E to
9 declaration of Graham Robinson was
10 marked for identification.)
11 Q. Have you seen this document
12 before, sir?
13 A. Yes.
14 Q. And do you recall that this
15 document was attached as an exhibit to one of
16 the declarations that was filed on your behalf
17 in the Ascentra Holdings, Inc. Chapter 15
18 matter?
19 A. Yes.
20 DIR Q. Okay. Does Ascentra Holdings,
21 Inc. rely on this document in any way to
22 support its contention that it's likely to
23 succeed on the merits of its claim to the
24 Planet Payment funds?
25 MR. McDONALD: The same objection.

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1 G. ROBINSON
2 The same direction.
3 Q. Are you going to follow counsel's
4 advice?
5 A. Yes.
6 MR. MORRIS: Let's take one more
7 short break.
8 Hold it. Before we go off the
9 record.
10 Are you going to direct him not to
11 answer any question that concerns any
12 allegation or assertion that's set forth
13 in the complaint?
14 MR. McDONALD: Yes.
15 MR. MORRIS: And if you are given
16 those directions, do you intend to
17 follow them?
18 THE WITNESS: Yes.
19 MR. MORRIS: Would you direct him
20 not to answer any question relating to
21 any allegation or contention set forth
22 in the objection that was filed on
23 behalf of Ascentra Holdings that was
24 marked as one of the earlier exhibits?
25 MR. McDONALD: Yes.

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1 G. ROBINSON
2 MR. MORRIS: And would you follow
3 counsel's advice in that regard?
4 THE WITNESS: Yes.
5 MR. MORRIS: Okay. Now let's go
6 off the record, and we may just be done.
7 MR. McDONALD: Okay.
8 THE VIDEOGRAPHER: This ends
9 unit 5. We're off the record at 12:51.
10 (Pause in proceedings.)
11 THE VIDEOGRAPHER: This begins
12 unit 6. We're on the record at 12:56.
13 MR. MORRIS: Okay. Just a couple
14 of more questions I think. In light of
15 the instructions that you've been given,
16 I don't want to waste people's time
17 here.
18 BY MR. MORRIS:
19 DIR Q. Can you tell me what relief
20 Ascentra Holdings, Inc. is seeking against
21 SPGK in the Cayman Islands?
22 MR. McDONALD: The same objection.
23 The same direction.
24 Q. Are you going to follow counsel's
25 advice?

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1 G. ROBINSON
2 A. Yes.
3 DIR Q. Are you seeking anything other than
4 the recovery of money from SPGK?
5 MR. McDONALD: The same objection.
6 The same direction.
7 Q. Are you going to follow counsel's
8 advice?
9 A. Yes.
10 MR. MORRIS: I have no further
11 questions. You know, subject to the
12 reservation of rights that I made early
13 on about either seeking a preclusion
14 order or motion to compel. But I don't
15 want to waste anybody's time here.
16 So --
17 MR. McDONALD: We appreciate that.
18 MR. MORRIS: -- I'm done for the
19 day.
20 MR. McDONALD: Okay.
21 THE VIDEOGRAPHER: This is the
22 videographer.
23 Will anyone be ordering the video?
24 MR. McDONALD: No.
25 MR. MORRIS: Yes, we will.

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G. ROBINSON

THE VIDEOGRAPHER: Okay. This concludes today's proceedings. The total number of video units was 6. We're off the record at 12:58.

(Time noted: 12:58 p.m. EST)

GRAHAM ROBINSON

Sworn and subscribed to before me this _____ day of _____, 2024, in the jurisdiction aforesaid.

NOTARY PUBLIC

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----- I N D E X -----

WITNESS

EXAMINATION BY

G. ROBINSON

MR. MORRIS

PAGE

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----- EXHIBITS-----

ROBINSON

Robinson Exhibit 1, Amended Notice of Deposition of Ascentra Holdings, Inc.

Robinson Exhibit 2, Organizational chart

Robinson Exhibit 3, CWR Form Number 13, Joint Official Liquidators' Certificate

Robinson Exhibit 4, Declaration of Graham Robinson

Robinson Exhibit 5, Letter to the Court, dated December 29, 2023

Robinson Exhibit 6, Letter to the Court dated June 30, 2023

Robinson Exhibit 7, Foreign Representatives' Objection to Motion of SPGK to Terminate Restraint

Robinson Exhibit 8, Letter to the Court dated October 11, 2023

Robinson Exhibit 9, Exhibit E to declaration of Graham Robinson

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C E R T I F I C A T E

STATE OF NEW YORK)

COUNTY OF NEW YORK)

I, FRANK J. BAS, a Certified Shorthand Reporter and Notary Public within and for the State of New York, do hereby certify:

That the witness whose testimony is hereinbefore set forth, was duly sworn by me and that such testimony given by the witness was taken down stenographically by me and then transcribed.

I further certify that I am not related by blood or marriage to any of the parties in this matter and that I am in no way interested in the outcome of this matter.

That any copy of this transcript obtained from a source other than the court reporting firm, including from co-counsel, is uncertified and may not be used at trial.

IN WITNESS WHEREOF, I have hereunto set my hand this 29th day of February, 2024.

Frank Bas

FRANK J. BAS, RPR, CRR

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----- I N D E X (Continued) -----

DIRECTIONS NOT TO ANSWER

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REQUESTS

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<p>1 DEPOSITION ERRATA SHEET</p> <p>2 Our Assignment No. J10806182</p> <p>3 Case Caption: In re Ascentra Holdings, Inc.</p> <p>4</p> <p>5 DECLARATION UNDER PENALTY OF PERJURY</p> <p>6 I declare under penalty of perjury that I have</p> <p>7 read the entire transcript of my deposition taken in</p> <p>8 the above-captioned matter or the same has been read</p> <p>9 to me, and the same is true and accurate, save and</p> <p>10 except for changes and/or corrections, if any, as</p> <p>11 indicated by me on the DEPOSITION ERRATA SHEET</p> <p>12 hereof, with the understanding that I offer these</p> <p>13 changes as if still under oath.</p> <p>14 Signed on the _____ day of _____</p> <p>15 20____.</p> <p>16 _____</p> <p>17 GRAHAM ROBINSON</p> <p>18</p> <p>19 Subscribed and sworn to on the ____ day of</p> <p>20 _____ 20 ____ before me.</p> <p>21 _____</p> <p>22 Notary Public, in and for the State of</p> <p>23 _____.</p> <p>24</p> <p>25</p>	<p>1 DEPOSITION ERRATA PAGE</p> <p>2 Page No. ____ Line No. ____ Change to: _____</p> <p>3 _____</p> <p>4 Reason for change: _____</p> <p>5 Page No. ____ Line No. ____ Change to: _____</p> <p>6 _____</p> <p>7 Reason for change: _____</p> <p>8 Page No. ____ Line No. ____ Change to: _____</p> <p>9 _____</p> <p>10 Reason for change: _____</p> <p>11 Page No. ____ Line No. ____ Change to: _____</p> <p>12 _____</p> <p>13 Reason for change: _____</p> <p>14 Page No. ____ Line No. ____ Change to: _____</p> <p>15 _____</p> <p>16 Reason for change: _____</p> <p>17 Page No. ____ Line No. ____ Change to: _____</p> <p>18 _____</p> <p>19 Reason for change: _____</p> <p>20 Page No. ____ Line No. ____ Change to: _____</p> <p>21 _____</p> <p>22 Reason for change: _____</p> <p>23 _____</p> <p>24 SIGNATURE: _____ DATE: _____</p> <p>25 GRAHAM ROBINSON</p>
<p>1 DEPOSITION ERRATA PAGE</p> <p>2 Page No. ____ Line No. ____ Change to: _____</p> <p>3 _____</p> <p>4 Reason for change: _____</p> <p>5 Page No. ____ Line No. ____ Change to: _____</p> <p>6 _____</p> <p>7 Reason for change: _____</p> <p>8 Page No. ____ Line No. ____ Change to: _____</p> <p>9 _____</p> <p>10 Reason for change: _____</p> <p>11 Page No. ____ Line No. ____ Change to: _____</p> <p>12 _____</p> <p>13 Reason for change: _____</p> <p>14 Page No. ____ Line No. ____ Change to: _____</p> <p>15 _____</p> <p>16 Reason for change: _____</p> <p>17 Page No. ____ Line No. ____ Change to: _____</p> <p>18 _____</p> <p>19 Reason for change: _____</p> <p>20 Page No. ____ Line No. ____ Change to: _____</p> <p>21 _____</p> <p>22 Reason for change: _____</p> <p>23 SIGNATURE: _____ DATE: _____</p> <p>24 GRAHAM ROBINSON</p> <p>25</p>	

EXHIBIT 2

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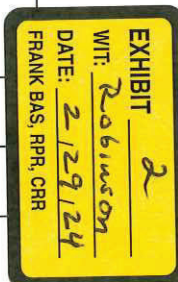
2023-10-11

REGISTER OF DIRECTORS AND OFFICERS FOR:

Ascentra Holdings, Inc.

CR 283719

Name	Address	Office Held	Appointment Effective Date	Resignation Effective Date	Notification of Appointment	Notification of Resignation
Chris Miner	3008 Rivoli, Newport Beach, California, United States 92660	DIRECTOR	31-Dec-13	06-Mar-17	29-Jan-14	16-Mar-17
Akinori Hori	Flat B, 1/F, No. 44 Coastline, Discovery Bay, N.T., Hong Kong	DIRECTOR	31-Dec-13	16-Aug-15	29-Jan-14	14-Oct-16
Ryunosuke Hori	7 FI, Flat F, Maple Mansion, Taikoo Shing, Hong Kong	DIRECTOR	31-Dec-13	07-Feb-14	29-Jan-14	07-Feb-14
Ryosuke Kojima	313 St Vincent, Irvine, California, United States 92618	DIRECTOR	31-Dec-13	12-Jan-17	29-Jan-14	13-Feb-17
Martin Matthews	479 Morning Canyon Rd, Corona DL Mar California United States 92625	DIRECTOR	24-Dec-13	10-Nov-18	27-Dec-13	19-Nov-18
Mourant Ozannes Cayman Secretaries Limited	P.O. Box 1348 94 Solaris Avenue, Camana Bay, Grand Cayman Cayman Islands KY1-1108	SECRETARY	24-Dec-13	29-Dec-15	27-Dec-13	17-Feb-16
Ryunosuke Yoshida	7 FI, Flat F, Maple Mansion, Taikoo Shing, Hong Kong -	DIRECTOR	07-Feb-14	30-Mar-18	07-Feb-14	03-Apr-18
Martin Matthews	479 Morning Canyon Rd, Corona DL Mar, California, United States 92625	PRESIDENT	25-Jul-14	14-May-15	25-Aug-14	14-Oct-16
Martin Matthews	479 Morning Canyon Rd, Corona DL Mar, California, United States 92625	CHIEF EXECUTIVE OFFICER	25-Jul-14	14-May-15	25-Aug-14	14-Oct-16
Jeffrey Boshears	2332 Baypointe Dr, Newport Beach, California, United States 92660	CHIEF FINANCIAL OFFICER	25-Jul-14	15-May-15	25-Aug-14	14-Oct-16
Jeffrey Boshears	2332 Baypointe Dr, Newport Beach, California, United States 92660	ASSISTANT SECRETARY	25-Jul-14	15-Aug-15	25-Aug-14	14-Oct-16
Ryosuke Kojima	313 St Vincent, Irvine, California, United States 92618	CHIEF TECHNOLOGY OFFICER	25-Jul-14	12-Jan-17	25-Aug-14	13-Feb-17
Alex Oliva	3741 Brilliant Place, Los Angeles, California, United States 90065	CHIEF INFORMATION OFFICER	25-Jul-14	05-Oct-16	25-Aug-14	14-Oct-16
Takanori Meguro	4 Chome-1-1, 16F, Taishido Setagaya Tokyo Japan 154-0004	DIRECTOR	14-Sep-17	08-Dec-17	02-Oct-17	10-Jan-18
Christopher M Miner	PO Box 2026 Newport Beach, California USA 92659	DIRECTOR	07-Mar-18	17-Apr-18	08-Mar-18	25-Apr-18
Motohiko Homma	Room 4529, Four Seasons Place 8 Finance Street Hong Kong	DIRECTOR	11-Apr-18	18-Dec-18	16-Apr-18	27-Dec-18
Yoshida Matsuura	The Harbour View Place Suite 5705 1 Austin Road West Hong Kong	DIRECTOR	11-Apr-18		16-Apr-18	
Timothy Ashcroft	1 Park Plaza Suite 800 Irvine CA 92614 U.S.A.	PRESIDENT	12-Jan-17	07-Aug-17	13-Feb-17	02-Oct-17
Yoshio Matsuura	The Harbour View Place, Suite 5705 1 Austin Road West, Kowloon Hong Kong	DIRECTOR	28-Mar-18	30-Mar-18	29-Mar-18	03-Apr-18



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Motohiko Homma	Room 4529, Four Seasons Place, 8 Finance Street Hong Kong	DIRECTOR	28-Mar-18	30-Mar-18	29-Mar-18	03-Apr-18
Yoshida Matsuura	The Harbour View Place Suite 5705 1 Austin Road West Hong Kong	CHAIRMAN	01-Jun-18		14-Jun-18	
Ryunosuke Yoshida	1212, 12th Floor China Resources Building 16 Harbour Road Wanchai Hong Kong	DIRECTOR	18-Dec-18	01-Jun-21	27-Dec-18	02-Jun-21

CERTIFIED TO BE A TRUE COPY OF THE ORIGINAL



Name: Yun Sui Tang
For and on behalf of
Hermes Corporate Services Ltd.
P.O. Box 31493, George Town
Grand Cayman KY1-1206
Cayman Islands

Date: 10 Jun 2024

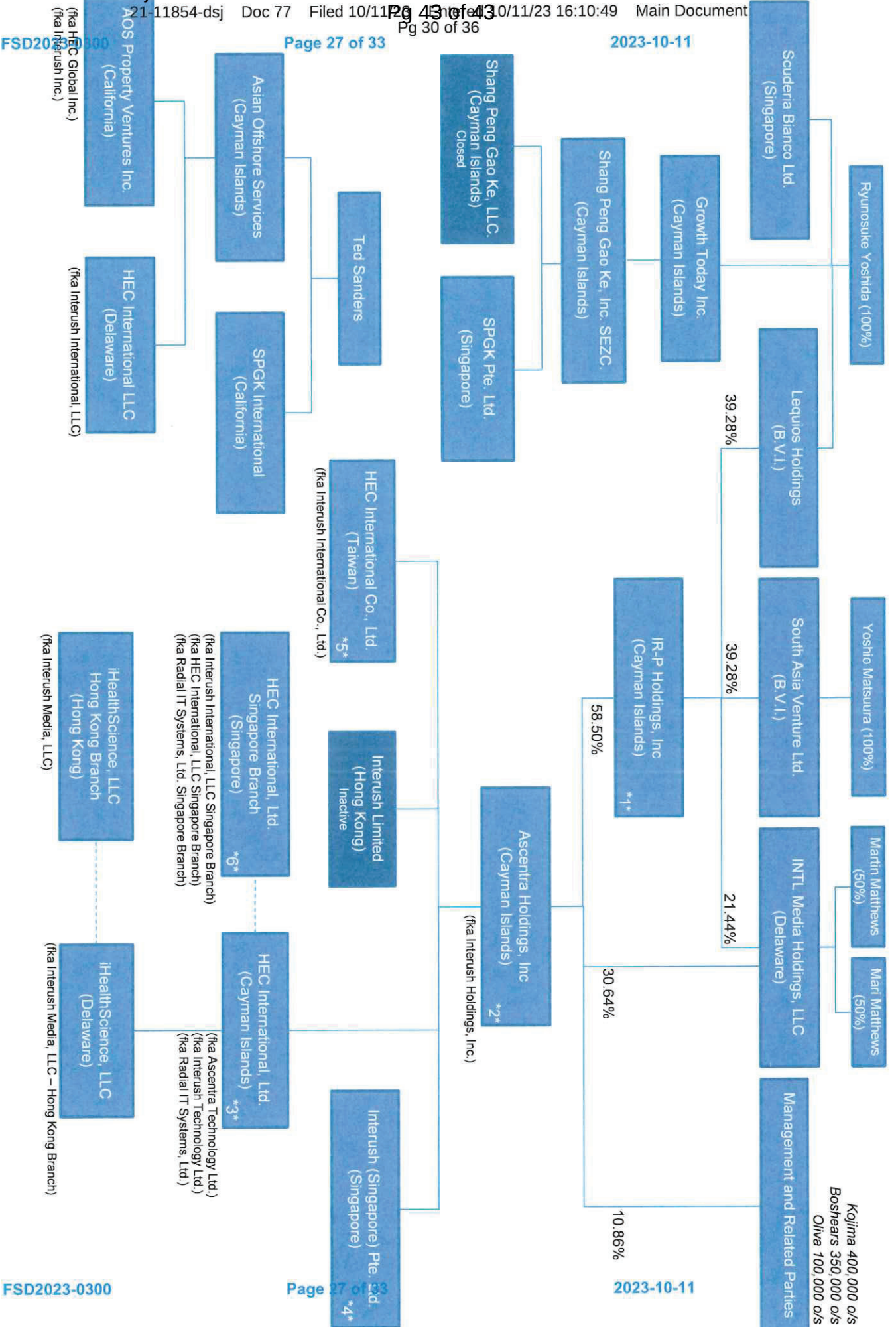
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Ascentra Group Structure



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